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MAY 4, 1984

# OSC BULLETIN

The Ontario Securities Commission  
administers the Securities Act of Ontario  
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THE ONTARIO SECURITIES COMMISSION

OSC BULLETIN

VOLUME 7 #18/84

MAY 4, 1984

THE ONTARIO SECURITIES COMMISSION

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CHAPTER 1  
NOTICES/PRESS RELEASES

1.1 PRESS RELEASES

1.1.1 POLICY REVIEW

MAY 2nd, 1984.

POLICY REVIEW: COMPETITIVE POSITION OF THE SECURITIES INDUSTRY IN DOMESTIC AND INTERNATIONAL FINANCIAL MARKETS

Background

One of the goals of securities legislation in Ontario is to provide a framework that promotes the mutual objectives of the securities industry, issuers and investors. In recent years domestic and foreign securities markets have undergone major structural changes. Price and service competition amongst the entities providing financial services has increased substantially. Technological advances and industry innovation are quickly eroding traditional geographic and product barriers and are putting increased pressure upon regulatory barriers. Canadian issuers have increased their demands to access markets abroad and to access Canadian markets with utmost speed. Canadian investor institutions have become significant participants in international capital markets. This evolution of the demands and needs of securities market participants is natural and vital for the continuing viability of the Canadian capital markets. It is essential that the Canadian securities industry be allowed and encouraged to maintain its presence amongst the most innovative and competitive market intermediaries in the world. The Commission must ensure that the regulatory framework it administers remains relevant to and facilitates this process.

Sources and adequacy of capital have always been a major policy concern for the securities industry. In July 1971, immediately following the publication of a Joint Industry Committee position paper which reviewed the previous report of the industry's Committee to Study the Requirements and Sources of Capital and the Implications of Non-Resident Capital for the Canadian Securities Industry, the Province of Ontario provided by regulation to the Securities Act that non-resident ownership of new registrants would be limited to 25% with no single non-resident or associated group of non-residents holding more than 10%. In his statement to the Legislature concerning the regulation, the Premier of Ontario noted the Government's decision to restrict the entry into the Ontario investment community of non-Canadian residents and to limit the growth of existing non-Canadian resident firms, recognizing the



key role of the securities industry in the national economy and the perceived threat of foreign domination or control thereof. The regulation was revised to substantially its present form in 1974, following the 1972 Report of the Ontario Securities Commission Securities Industry Ownership Committee, which has been established by the Commission, at the request of the Premier, to review capital requirements and foreign ownership in the Ontario securities industry. The present form of the regulation continues the restrictions upon non-resident investment in new registrants and imposes conditions upon those non-resident firms which were registered in Ontario at the time the restrictions were enacted. The number of so-called grandfathered non-resident firms has declined significantly since the imposition of restrictions upon non-resident ownership. Since 1971, the regulation has been the subject of numerous applications, hearings and reviews.

The Securities Industry Ownership Committee anticipated that, notwithstanding the regulation, a "back door" to the Canadian securities market remained open by virtue of the provisions of the Securities Act which provide exemptions from the registration requirements of the Act. The Committee commented that:

"The exemption permits non-registrants to trade without the necessity of Ontario registration with sophisticated classes of the investment public - including banks, loan and trust companies, insurance companies, and 'recognized' exempt purchasers. The exemption was created long before the institutional investor became such a powerful force in the marketplace."

This concern as to the efficacy of the regulation was echoed by the Commission in its 1979 Report to the Minister of Consumer and Commercial Relations on the Application of Ontario Securities Legislation to Non-Resident Securities Firms Not Currently Registered in Ontario. At that time, the Commission recognized that substantive issues had arisen as to the extent to which non-registered non-resident owned dealers should be permitted to operate in Ontario through exemptions from registration. The Commission proposed some short term recommendations, and suggested a thorough review of its own recommendations as well as other questions relating to ownership restrictions in three years. The recommendations have not been reflected in the regulation and the suggested review has yet to be undertaken by the Commission although related issues have been considered by the Commission, both generally and in the context of specific applications.

The exemptions from the registration requirements of the Act not only have an impact upon the ability of the Government to implement ownership policies but also affect the ability of the Commission to regulate activities generally which impact upon the capital markets. It is possible for any person or company, whether a resident or a non-resident, whether a financial institution or not a financial institution to carry on activities relying upon the exemptions from registration and thereby operate generally outside the ambit of the Commission.

In 1981, the Commission held a hearing with respect to public ownership of securities dealers and subsequently adopted Policy Statement 4.1. Following a hearing on the issues of institutional ownership of and diversification by securities dealers, the Commission issued a report to the Minister of Consumer and Commercial Relations in December 1982. In October 1983, following a lengthy public meeting, the Commission issued a Report on the Implications for the Canadian Capital Markets of the Provision by Financial Institutions of Access to Discount Brokerage Services.



The Toronto Stock Exchange and the Investment Dealers Association of Canada (collectively, the "SROs") have recently been asked to consider a proposal by a leading Canadian broker-investment dealer which would have the effect of insulating from regulation and ownership restrictions significant portions of the dealer's business. Other efforts to avoid such ownership restrictions, particularly by non-resident financial service firms, through reliance upon exemptions from registration requirements have become common. The proposal of the Canadian dealer, however, suggests the sophistication of participants in the Canadian securities industry, who are aggressively seeking access to capital as well as other resources, expertise, and business opportunities by developing new relationships internationally.

#### Policy Review

Accelerated change in the structure and regulation of the financial services sector has caused the Commission and the SROs to undertake an immediate, considered policy review of the adequacy and relevance of the regulations governing the ownership of securities firms, particularly insofar as such regulations may impact on access to capital by, and the competitive strength of, the securities industry. The policy review will include a consideration of the impact of the exemptions from registration upon the Commission's ability generally to regulate the activities of participants in the capital markets.

The need for coordinated regulatory reform in the financial services sector has already led to the initiation of several broader policy reviews. The Government of Ontario announced in its most recent Throne Speech the appointment of a task force to inquire into the needs of the Province's financial system and its users. At the federal level, an advisory committee to the Minister of Finance has been constituted to consider the organization and regulation of the financial system in Canada. It is the Commission's intention that its policy review complement such initiatives but it would focus upon the role of capital market intermediaries within the financial system.

The Commission study will serve as the focus for public discussion and assist it in advising the Government of Ontario. The SROs, who share the Commission's concerns in this area, have indicated their intention to establish a Joint Industry study that will coordinate its efforts with those of the Commission. The two studies, and related research, will proceed cooperatively. Cooperation with other bodies exploring public policy concerns in this area will be encouraged.

The range of issues to be considered by the Commission and Joint Industry studies will focus on the desire of the Commission and the SROs to look ahead and consider how best to ensure the continued strength and competitive position of the Canadian securities industry, domestically and in international financial markets.

Public policy in Ontario remains committed to preserving Canadian control of the securities industry and to limiting the involvement of financial institutions as investors in securities firms. The Commission's inquiry will review opportunities for regulatory reform having regard for these underlying policy objectives. By considering, prospectively, the mutual requirements of participants in Canadian capital markets, the Commission and the SROs hope to be in a position to ensure that government policy remains relevant to and supportive of this key sector of the Canadian economy. Specific considerations will include:



Should public policy concerning ownership of the Canadian securities industry be recognized through the registration requirements of the Securities Act, particularly if significant parts of the business of the securities industry can be carried on without registration? Alternatively, should ownership policies apply to any company carrying on a securities business in Canada, whether or not otherwise exempt from the registration requirements of the Act? To what extent is it desirable for the Commission to regulate activities, "exempt" or otherwise, that involve or affect Canadian capital markets?

Do and will existing policies concerning ownership and sources of capital for the securities industry assist or hinder the objectives of the industry in its ability to serve Canadian issuers and investors, attract capital, innovate and compete domestically and internationally?

How can the Canadian securities industry participate in international financial markets to its full potential and to what extent can or should the domestic regulatory framework encourage such initiatives?

Are the 1982 recommendations of the Commission to the effect that financial institutions be prohibited altogether from investing in securities firms appropriate in view of the pressures upon financial institutions and securities firms to compete for the funds of investors and savers? Similarly, does the 10% limitation upon non-resident ownership by any one person enhance or restrict the opportunities of Canadian securities dealers, issuers and investors domestically and abroad?

Having regard for current developments, could revisions be made to existing ownership restrictions or a different regulatory approach create benefits for the industry and its "consumers", without compromising the basic regulatory framework and the continuing need to ensure domestic control of our financial markets?

#### Process

The Commission has retained Edward Waitzer and John Stransman of Stikeman, Elliott as Commission Counsel to assist Commission staff in undertaking the proposed study, coordinate with the Joint Industry effort and other related initiatives, and to act as counsel at a public hearing which will be convened by the Commission in September 1984. It is intended that the Commission staff and Joint Industry Studies will be available prior to that hearing and will serve as the focus thereof. Commission counsel are meeting with representatives of the SROs with a view to establishing a coordinated research agenda and schedule and encourage other interested parties who may have views or proposals relevant to the study to contact them. Progress reports and specific requests for comments may issue from the Commission or the Joint Industry Committee during the course of their research activities.

For Further Information  
Contact: Peter J. Dey  
Chairman,  
Ontario Securities Commission  
(416) 963-0211

1.2 MSM MARKETING LTD. AND R.F. OILS LTD.

MAY 2nd, 1984.

The Alberta Securities Commission has advised that they have rescinded their Cease Trade Orders respecting MSM Marketing Ltd. and R.F. Oils Ltd. The shares of these companies are tradeable in the Province of Alberta.

The Cease Trade Orders issued in Ontario with respect to these companies are still outstanding. The shares of MSM Marketing and R.F. Oils Ltd. may not be traded in Ontario until the Ontario Cease Trade Orders have been rescinded.





CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 PARTS XVII & XX OF THE SECURITIES ACT/CERTAIN REPORTING ISSUERS

AMENDING ORDER

IN THE MATTER OF PARTS XVII AND XX OF THE SECURITIES ACT

AND

IN THE MATTER OF CERTAIN REPORTING ISSUERS

WHEREAS Part XVII of the Securities Act (the "Act") authorizes the Commission by order to grant additional exemptions from certain of the obligations set out in Part XVII of the Act;

AND WHEREAS the Commission, as contemplated by OSC Policy 7.1, issued an order (the "Initial Order"), exempting certain classes of reporting issuers from certain of the obligations set out in Part XVII of the Act, which Initial Order is annexed to OSC Policy 7.1 as Appendix A;

AND WHEREAS paragraph 10 of the Initial Order exempts reporting issuers other than mutual funds from the obligation set out in section 78 of the Act to send financial statements to the holders of its securities other than voting securities;

AND WHEREAS such an exemption is inconsistent with OSC Policy 1.3 entitled "Restricted Shares (Uncommon Equities) - Distributions and Disclosure" which requires reporting issuers to send financial statements to the holders of its Restricted Shares, as defined in Policy 1.3;

NOW THEREFORE be it ordered that the Initial Order be and the same is hereby amended by deleting paragraph 10 thereof in its entirety and replacing it with the following:

"(10) pursuant to subclause 79(b)(iii) of the Act, that no reporting issuer, other than a mutual fund, shall be obligated by section 78 of the Act to send financial statements to the holders of its securities, other than voting securities and Restricted Shares as defined in OSC Policy 1.3;"

April 27th, 1984.

"Peter J. Dey"

"J. W. Blain"



## 2.2 CORBYDISTILLERIES LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C.466

AND

IN THE MATTER OF CORBY DISTILLERIES LIMITED

ORDER  
(Section 117(2)(a)(ii))

UPON the application received in completed form on March 16, 1984, of HIRAM WALKER RESOURCES LTD. (the "Applicant"), a company incorporated under the laws of the Province of Ontario, made on behalf of CORBY DISTILLERIES LIMITED (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Applicant having submitted to the Commission a list of affiliated companies of the Issuer which it represents as disclosing all major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates") (Exhibit "A");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2)(a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;

3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Applicant shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Applicant shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

May 2nd, 1984.

"John F. Leybourne"

THE COUNSUMERS' GAS COMPANY LTD.

Schedule dated March 7, 1984 to the Order  
of the Ontario Securities Commission

Major Subsidiaries and Major Affiliates

1. Hiram Walker Resources Ltd.





CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE





CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 OAKWOOD PETROLEUMS LTD. /CONVENTURES LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF OAKWOOD PETROLEUMS LTD.

AND

IN THE MATTER OF CONVENTURES LIMITED

TEMPORARY ORDER  
(Section 123)

UPON the Ontario Securities Commission (the "Commission") having made a temporary order on April 16, 1984 pursuant to section 123 of the Securities Act, R.S.O. 1980, c.466 (the "Act") that trading in respect of common shares of Conventures Limited ("Conventures") to Oakwood Petroleum Ltd. ("Oakwood") pursuant to the share exchange offer made by Oakwood for the common shares of Conventures should cease for a period of fifteen days from the date thereof;

AND UPON the Commission having convened a hearing (the "Hearing") under section 123 of the Act on April 26, 1984 pursuant to a notice of hearing dated April 18, 1984 to determine whether the said temporary order should be made permanent;

AND UPON the Commission having adjourned the Hearing at the request of counsel to Oakwood, to be reconvened on Wednesday May 9, 1984 at 10:00 o'clock in the forenoon;

AND UPON satisfactory information not yet having been provided to the Commission in respect of this matter;

AND UPON the Commission having formed the opinion that to do so is in the public interest;

IT IS ORDERED pursuant to section 123 of the Act that the said temporary order be and it is hereby continued and extended and shall remain in full force and effect pending completion of the Hearing or until terminated.

April 26th, 1984.

"Peter J. Dey"

"J. W. Blain"



4.2 RESCINDING ORDERS

4.2.1 PLENO MINES LIMITED

PLENO MINES LIMITED

The cease trading order dated August 9, 1979, and continued August 23, 1979, was rescinded May 4, 1984, the company being now up to date with its filings.

4.3 EXTENDING CEASE TRADING ORDERS

4.3.1 MAYLAC GOLD MINES LIMITED

MAYLAC GOLD MINES LIMITED

The cease trading order dated April 17, 1984, was continued May 1, 1984, pending the company complying with Part XVII of the Securities Act.

CHAPTER 5  
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER  
IN THIS ISSUE





CHAPTER 6  
REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER  
IN THIS ISSUE





## CHAPTER 7

### INSIDER TRADING REPORTS

#### EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

#### GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

## NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

## CHARACTER OF TRANSACTION

- |            |                            |     |                              |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale           | "M" | - internal                   |
| "A"        | - bequest or inheritance   | "Q" | - qualifying shares          |
| "C"        | - compensation             | "R" | - redeemed (called, matured) |
| "E"        | - exchange or conversion   | "T" | - stock dividend             |
| "F"        | - exercise of rights, etc. | "V" | - stock split                |
| "G"        | - gift                     | "X" | - exercise of option         |
| "IR"       | - initial report           | "Z" | - distribution               |

\*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		MONTH-END HOLDINGS
						ACQUIRED	SOLD OR DISPOSED	
AGASSIZ RESOURCES LTD.	Felber, Otto J.	Common	D	Apr/84			1000	---
AGNICO-EAGLE MINES LIMITED	Kirk, Gordon W.	Common	D	Mar/84 Apr/84	X	2000	2000	5000
AGRA INDUSTRIES LIMITED	Beach, Dexter H. C. RRSP Wife	Class A	D	Apr/84 -- --	1 1	8		38058 4000 7149
	Beach, Dexter H. C. RRSP Wife	Class B	D	Apr/84 -- --	1 1	8		26058 4000 7149
ALBERTA NATURAL GAS COMPANY LTD.	Torchinsky, Benjamin B. Family Trust	Class A	DSB	Apr/84 --	1	1000		131030 64093
	Herrera, Jess R.	Securities	SI	--	IR			---
ALCAN ALUMINUM LIMITED	Lawson, Harry M.	Common	DI	--	IR			---
	McEvoy, Herbert S.	Common	S	Mar/84	T	5		596
	Poitras, Jean-Marie	Common	D	1983 Dec/83 Mar/84	T	13 123 5		641
ALLIED CORPORATION	Searby, Frederick W. As Trustee	Common	S	Feb/84 Feb/84 --	X	1680 320		2000 25
AMERADA HESS CORPORATION	Wright, Robert F. Amended Wife Son	Common	DS	Mar/84	X	16088		58502
AMERICAN EXPRESS COMPANY	Norman, Stephen P. Son	Common	S	Apr/84 --	X	800		3398 100
AMERICAN QUASAR PETROLEUM CO.	Collins, Jr. C.O. Ted Spouse Minor Child Trust for Child	Common	D	Jul/82 Mar/84 -- -- --		1790 1186		1708360 1874 102 5000
ANTHES INDUSTRIES INC. ATCO LTD.	Donaher, Edward S. Durdle, Myrtle	Common Class I	S	-- May/83	IR		100	2000 ---



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ATLANTIC RICHFIELD COMPANY	Bond, Hiram E.	Common	S	Apr/84	X	4699		8937
	Ramo, Simon		D	--	IR			700
AUDAX GAS & OIL LTD.	J.S.E. Enterprises Ltd. W.H.A. Clow	Common		-- Apr/84	1	100		191000
AURELIAN DEVELOPERS LTD.	Fonger, Richard	Common	S	--	IR			2000
	Martel, Russell RRSP		DS	Apr/84 --	1	50000		191500 6900
BANISTER CONTINENTAL LTD.	Bateman, William M.	Common	DS	Apr/84		2000		4000
BANK OF MONTREAL	Gow, Tyrone T. T.	Securities	S	--	IR			---
	McLean, Donald C. Share Ownership Plan	Common	S	1983 Mar/84 1983	T T 1	154 156	500	1856 776
BANK OF MONTREAL MORTGAGE CORPORATION	Gow, Tyrone T. T.	Securities	SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Gow, Tyrone T. T.	Securities	SI	--	IR			---
BANK OF NOVA SCOTIA, THE	Birmingham, Bruce R. RRSP	Common	S	-- Feb/84	1		429	---
BONANZA RESOURCES LTD.	Galvin, Edward A.	Common	D	--	IR			21525
BOREALIS EXPLORATION LIMITED	Buckley, Fergus R.	Common	SI	Apr/84			100	1000
BREAKWATER RESOURCES LTD.	Buckley, Rosario L.		SI	Apr/84			100	400
	Hunter, Robert G.	Common	DS	Mar/84			10000	271800
	Rollke, Karl H.		D	Mar/84			69000	20400
CAE INDUSTRIES LTD.	Fraser, Frederick C. wife	Common	S	Apr/84 Apr/84 --		800		5818 3350
	Hague, Ross E. G. wife		S	-- --	IR IR1			2160 1200
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	McNichol, Peter	Common	S	Apr/84		1477		50962

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS		BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				DATE	TYPE			
CAMBRIDGE VENTURE LTD.	Peters, James R. Amended	Class C	DS	Mar/84		1400		95745
CAMBRIDGE SHOPPING CENTRES LIMITED	Braithwaite, J. Lorne	8% Convertible Debenture	S	Apr/84		\$6250000		\$6250000
	Priddle, Donald F. Holding Company		S	-- Apr/84	1	\$3500000		\$3500000
CANADEX RESOURCES LIMITED	Flanagan, Edward T.	Common	SI	Mar/84		2000		19400
CANADIAN CURTISS-WRIGHT LIMITED	Cole, William	Common	S	-- IR				600
CANADIAN FOUNDATION COMPANY LTD.	Martin, Robert I.	Common	D	Apr/84		200		3100
CANADIAN IMPERIAL BANK OF COMMERCE	Kluge, Holger	Common	S	Feb/84		1000		1000
	Lowry, John L.		S	Mar/84		1500		1700
	Soterooff, George B. In Trust		S	Mar/84 --	1	1000		1000 190
CANADIAN TIRE CORPORATION LIMITED	Edmonson, Peter B.	Class A	S	Apr/84			3088	84960
CANADIAN UTILITIES LIMITED	Southern, Ronald D. Indirect Holdings	Class A	D	-- Mar/84	1		7000	---
	Southern, Ronald D. Indirect Holdings	Class B	D	-- Mar/84	1	11600		18600
SHAW CABLESYSTEMS LTD.	Shaw, James R. Brasha Holdings Ltd. Jay-Shaw Holdings Ltd. Julmar Holdings Ltd. Shawana Estates Ltd. James R. Shaw Securities Limited L.E. Shaw Investments Four J. Investments	Class A	DS	-- Mar/84 -- -- -- -- -- -- --	1 1 1 1 1 1 1 1	100		308000 5000 5000 5000 5000 129500 128300 14000
CELANESE CANADA INC.	Monton, Luis G. Savings Plan	Common	S	-- Dec/83 Jan/84 Feb/84	1 1 1		1500 800 187	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	DISPOSED	ACQUIRED	DISPOSED	
CELANESE CANADA INC. (Continued)	Monton, Luis G. Savings Plan	Common	S	Mar/84	1	500				1389
				Apr/84	1	600				
CESSLAND CORPORATION LIMITED	Preece, Edwin W.	Securities	D	--	IR					---
				--	IR					---
COHO RESOURCES LIMITED	Shropshire, Robert C.  Campbell, Kenneth F. RRSP Campco International Capital Ltd. Shauntan Holdings Ltd. Control	Class A	DSB	--	1	200				50717 78100
				--	1					176977
				--	1					185872
				--	1					24
COMPUTER INNOVATIONS DISTRI- BUTION INC.	Carroll, William J.  RRSP	Common	D	Apr/84		9300				209300
				--	1					2000
CONCOPPER PHOSPHATE INC.	Thurston, Anthony  Becker, Todson H.  Green, Isabel E.	Common	D	--						222
				Apr/84		12367				57111
				--	IR					55000
CONSOLIDATED-BATHURST INC.	MacLeod, J. G.	Series B	S	Apr/84	T	28				2
				--						3992
CONWEST EXPLORATION COMPANY LIMITED	Barnett, William E.	First Pref. Series B	DS	Apr/84				5325		---
				--						
COOPER CANADA LIMITED	Lamacraft, John C.	Class A	DS	Apr/84		5000				5000
				Apr/84				15000		235000
CORBY DISTILLERIES LIMITED	Cooper, Donald A. L. In Trust	Common	D	--	1			479802		92198
				Mar/84						
CORBY DISTILLERIES LIMITED	Cooper, John H.	Common	D	Mar/84				567064		108938
				--						
CORE MARK INTERNATIONAL INC	Hatch, Jr. Henry C. wife	Common	D	1983		229				789
				--	1					300
CORE MARK INTERNATIONAL INC	McLean, Douglas S.  Pickman, Bernadine L. RRSP	Common	S	Apr/84				200		293
				--	IR1					300
CORE MARK INTERNATIONAL INC	Pickman, Bernadine L.	warrants		--						
				--						





REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DOME PETROLEUM LIMITED (Continued)	Scott, John F. Employee Benefit Plans	Common	S	--	IR1			46501
	Scott, John F.	Options	S	--	IR			8825
DRUG TRADING COMPANY LIMITED	Lingeman, Donald J.	Common	D	--				150
	Lingeman's Pharmacy Limited			Mar/84	1	100		200
DYLEX LIMITED	Kay, James F. Amended 566771 Ontario Ltd.	Common	DSB	Feb/84		642		21252
				Feb/84	1	38198		292094
EATON BAY TRUST COMPANY	Commerce Capital Corporation Limited	Common	B	Mar/84		2500		
				Apr/84		500		8150798
ENERTEX DEVELOPMENTS INC.	Straus, Neil A.	Common	DS	--	IR			1
ENEXCO INTERNATIONAL LIMITED	Armstrong, G. Arnold	Common	D	Mar/84			58704	92261
ENSERCH CORPORATION	Boyd, William B. William B. Boyd & Associates Inc.	Common	D	--				400
				--	IR1			
ERICKSON GOLD MINES LTD.	Davidson, Frederick W.	Common	S	--	IR			15000
	Fisher, Arthur T.		S	--	IR			15600
	Somerville, Richard D.		S	--	IR			15000
ETHYL CORPORATION	Osborn, Prime F.	Common	D	Apr/84	T	73		524
FALCONBRIDGE LIMITED	Bonar, L. G. Spouse	Warrants	S	-- Mar/84		500		500
				Aug/83		\$234000		
FEDERAL PIONEER LIMITED	Federal Pioneer Limited	6 3/4% Secured Sinking Fun Deb Series A Dated April 27, 1967		Aug/83 Sept/83 Sept/83 Oct/83	R R R	\$50000 \$50000 \$6000	\$234000 \$50000	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
FEDERAL PIONEER LIMITED (Continued)	Federal Pioneer Limited	6 3/4% Secured Sinking Fun Deb Series A Dated April 27, 1967		Oct/83	R		\$6000	
				Feb/84		\$12000		
				Feb/84	R		\$12000	
				Mar/84		\$100000		
				Mar/84	R		\$100000	---
FINANCIAL TRUSTCO CAPITAL LTD.	Koster, Theo A.	Common	S	--	IR			2000
FRANCO-NEVADA MINING CORPORATION LIMITED	Schulich, Seymour	Common	DS	--				300000
	Nevada Capital Corporation Ltd. RRSP			Apr/84	1	100000		100000
				--	1			200000
GOLDCORP INVESTMENTS LIMITED	Gray, John C.	Class A Common	D	--	IR			3000
GORDEX MINERALS LIMITED	Gordon, Morton	Common	DSB	Apr/84		33750		278751
		Option 1		Apr/84		75000		75000
GOTHIC MINES & OILS LIMITED	Bishop, Percy	Common	DS	--	IR			22500
	East, Elizabeth	Securities	DS	--	IR			---
	Gerol, Basil		DS	--	IR			---
GREAT LAKES FOREST PRODUCTS LIMITED	Rombough, Bartlett B.	Common	D DISI	--	IR			100
GROSMONT RESOURCES LTD	Riddell, Clayton H. Paramount Resources Ltd	Common	D	--				156391
				Mar/84	1	10000		1076446
GUARDIAN TRUSTCO INC	Sherwood, Christopher J. RRSP	Common	S	--	X 1	1400		5000
				Apr/84				2000
HARDING CARPETS LIMITED	Ballentyne, William G.	Securities	DS	--	IR			---
HAYES-DANA INC.	Newman, Benjamin P. R. Newman Steel Limited	Common	D	--				10
				Mar/84	1	125		16386
HIGHFIELD PROPERTY INVESTMENTS LTD.	Edwards, Lyle P.	Class A	DS	Dec/83		5400		
				Dec/83			500	7050
HOL-LAC GOLD MINES, LIMITED	Hollinger Argus Limited	Common	B	Oct/83			33995	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HOL-LAC GOLD MINES, LIMITED (Continued)	Labrador Mining and Exploration Company Limited	Common	B	--	IR			33995
HOLCORP GOLD MINES LIMITED	Hollinger Argus Limited	Common	B	Oct/83			339400	----
	Labrador Mining and Exploration Company Limited		B	--	IR			339400
HUDSON BAY MINES LIMITED, THE	Taylor, Richard A. H. Amended	Common	D	Mar/84		7080		
				Feb/84			20000	
				Mar/84			6000	62600
HUSKY OIL LTD.	Cowell, John	Call July/10	SI	Mar/84			500	500
IMASCO LIMITED	Foster, Roderick C. Benefit Plan	Common	D	Mar/84		650		3417 4393
INDAL LIMITED	Turnbull, Adam M. G.	Common	S	--	IR			100
INEXCO OIL COMPANY	Shaefer, William N.	Common	S	Mar/84			4000	4000
INTER-CITY GAS CORPORATION	Ellen, Leonard	Common	D	Mar/84		10000		26000
INTERNATIONAL BASLEN ENTERPRISES LIMITED	Provost Associated Holdings Limited	Common	B	--	IR			500000
	Turpin, Garth		DS	--	IR			600640
INTERNATIONAL BUSINESS MACHINES CORPORATION	Coleman, Jr. William T.	Common	D	Apr/84		69		3367
	Katzenbach, Nicholas deBelleville	Capital	DS	Apr/84			4000	23648
	Watson, Jr. Thomas J. wife	Common	D	Mar/84	G	762		150403 71873
				--	1			
INTERPROVINCIAL PIPE LINE LIMITED	Gardiner, William D. H.	Common	D	--				
				Mar/84	T	4		124
	MacNeill, Hugh G.		D	--	IR			200
	Orser, Earl H.		D	--				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
INTERPROVINCIAL PIPE LINE LIMITED (Continued)	Orser, Earl H.	Common	D	--				
	333920 Ontario Limited			--	IR1			100
INTERPROVINCIAL PIPE LINE (NW) LTD.	Interprovincial Pipe Line Limited	Common	B	--	IR			81026
JAMIE FRONTIER RESOURCES INC.	Farmer, Alan Oneiro-Alfa Limited	Common	D	--	IR1			457896
JANNOCK LIMITED	Elder, Stanley D.	Warrants	S	--	IR			1000
KAYORUM GOLD MINES, LIMITED	Hollinger Argus Limited	Common	B	Oct/83			709227	---
	Labrador Mining and Exploration Company Limited		B	--	IR			709227
JOHN LABATT LIMITED	Blakney, John F. RRSP Share Purchase Plan Share Option Plan - 1975 SDEP	Common	DI	-- Mar/84 -- -- --	1 1 1 1	16		5480 1228 2200 300 114
	Bradley, Edward G. RRSP Share Purchase Plan - 1983		S	-- Mar/84 --	1 1	15		1154 50000
	Campbell, L. Douglas RRSP		DI	-- Mar/84	1	6		400 495
	Dunwell, John L. RRSP		DI	-- Mar/84	1	2		170
	England, J. Herbert RRSP		DI	-- Mar/84	1	3		217
	Errath, Thomas R. RRSP		DI	-- Mar/84	1	5		418
	Hardy, Norman E. RRSP		DS	-- Mar/84	1	7		20040 543
	Henry, Keith H. RRSP		S	-- Mar/84	1	25		2876 1960



REPORTING ISSUER		INSIDER		SECURITY		REL 'N		TRANS DATE		TYPE		BOUGHT OR ACQUIRED		SOLD OR DISPOSED		MONTH-END HOLDINGS	
JOHN LABATT LIMITED (Continued)		Henry, Keith H. Share Purchase Plan - 74		Common		S		--		1						932	
		Share Option Plan - 79						--		1						17224	
		Share Purchase Plan - 83						--		1						60000	
		Kitts, Dean C. RRSP				S		--								4058	
		Share Purchase Plan				Mar/84				1		11				841	
		Share Option Plan - 79				--		--		1						1000	
		Share Purchase Plan - 83				--		--		1						16942	
						--		--		1						40000	
		LaMothe, Andre S. RRSP				DI		--		1		12				610	
		SDEP				--		Mar/84		1						880	
		Linton, John H. RRSP				DI		--		1		12				708	
						Mar/84										953	
		Loranger, Fernand RRSP				DI		--		1		20				3532	
		Share Purchase Plan				Mar/84				1						1580	
		Share Option Plan				--		--		1						2000	
		SDEP				--		--		1						6468	
						--		--		1						35	
		McDonnell, Terrance RRSP				DI		--		1		4				316	
						Mar/84											
		McLeod, J. Roderick RRSP				DI		--		1		10				793	
						Mar/84											
		Melanson, Roland J. RRSP				DI		--		1		15				480	
		Share Purchase Plan				Mar/84		--		1						1205	
						--		--		1						350	
		Morrison, Bradley W. RRSP				DI		--		1		8				560	
		SDEP				Mar/84		--		1						601	
						--		--		1						10	
		Oland, Sidney M. RRSP				S		--		1		10				200	
		Share Purchase Plan - 1983				Mar/84		--								747	
						--		--		1						60000	
		Ranson, James J. RRSP				DI		--		1		28				496	
						Mar/84										2158	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED (Continued)	Read, Wallace F.	Common	DS	--				4600
	RRSP Share Purchase Plan			Mar/84	1	14		1131
				--	1			2000
	Renaud, Jean-Pierre		DI	--				
	RRSP Share Option Plan - 1983			Mar/84	1	5		378
				--	1			10000
	Ronald, John F.		S	--				
	RRSP Share Purchase Plan			Mar/84	1	18		2400
	Share Option Plan - 75			--	1			1449
	Share Purchase Plan - 83			--	1			1000
Saint-Pierre, Guy				--	1			1200
				--				50000
				--	1			154
	Saint-Pierre, Guy		S	--				
	RRSP Share Option Plan - 79			Mar/84	1	9		900
	Share Purchase Plan - 79			--	1			675
	SDEP			--	1			9892
				--	1			50000
				--	1			154
	Tait, John W.		DI	--				
Widdrington, Peter N. T.	RRSP Share Purchase Plan - 1983			Mar/84	1	11		200
				--				815
			DS	--				
				Mar/84	1	21		24000
				--	1			1659
				--	1			100000
	Wilson, Gerald E.		S	--				
	RRSP Share Option Plan - 75			Mar/84	1	15		5888
				--	1			1163
				--				2322
LAC MINERALS LTD	Smith, Richard P. Children	Common	D	--				
				Mar/84	1	248		248
LACANA MINING CORPORATION	Allen, Gordon A.	Common	S	Feb/84				
				Mar/84				2000
LANPAR TECHNOLOGIES INC.	Gross, William H. Reforma Resource Development Corporation		DS	--				10000
				--				17388
	Auger, Rene P.	Options		Apr/84	1	10000		147984
	Crombie, C. D.		S	Feb/84	Z	1400		1400
			S	Feb/84	Z	1838		1838

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS		BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				DATE	TYPE			
LANPAR TECHNOLOGIES INC. Continued	Dale, Edwina	Options	S	Feb/84	Z	600		600
LONDON SILVER CORPORATION	Klump, Raymond A.		S	Feb/84	Z	600		600
	Ward, Michael A.		S	Feb/84	Z	700		700
	Flaxman, Paul	Common	S	--	IR			11000
MACMILLAN BLOEDEL LIMITED	Adams, G. A. Share Purchase Plan	Common	S	-- Mar/84	1	43		324 391
	Ainscough, G. L. Share Purchase Plan		S	-- Mar/84	1	69		547 1560
	Cork, E. K. Share Purchase Plan Other Indirect		D	-- Mar/84 --	T 1 1	5		203 238 552
	Davenport, D. C. Share Purchase Plan		D	-- Mar/84	T 1	1		511 74
	Dickinson, J. G. Share Purchase Plan		S	-- Mar/84	1	38		362
	Dowsley, D. A. Share Purchase Plan		S	-- Mar/84	1	59		920
	Ferguson, G. M. Share Purchase Plan		S	-- Mar/84	1	19		81
	Findlay, R. B. Share Purchase Plan		S	-- Mar/84 Mar/84	1 1	62	233	58
	Finkbeiner, J. C. Share Purchase Plan		S	-- Mar/84	1	34		64
	Fisher, J. P. Share Purchase Plan		D	-- Mar/84	T 1	5		500 238
	Fliesbach, H. Share Purchase Plan		S	-- Mar/84	1	25		82
	Forgacs, O. L. Share Purchase Plan		S	-- Mar/84	1	65		1350 906
	Forstrom, S. W.		S	--				780

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)		Common						
	Forstrom, S. W. Share Purchase Plan		S	Mar/84	1	88		1582
	Grunder, A. Share Purchase Plan		S	-- Mar/84	1	41		194
	Harrison, R. E. Share Purchase Plan		D	-- Mar/84	T 1	5		238
	Holden, D. H. Share Purchase Plan		S	-- Mar/84	1	59		1324
	Howard, J. L. Share Purchase Plan		S	-- Mar/84	1	76		2225 1131
	Hyland, J. N. Share Purchase Plan		D	-- Mar/84	T 1	7		1411 357
	Johncox, G. H. Share Purchase Plan		S	-- Mar/84	1	46		500 434
	Knudsen, C. C. Share Purchase Plan		S	-- Mar/84	1	55		1241 2750
	Lauritzen, E. Share Purchase Plan		S	-- Mar/84	1	48		700 269
	Lawson, J. Share Purchase Plan		S	-- Mar/84	1	72		716
	Legg, E. G. Share Purchase Plan		S	-- Mar/84	1	20		25 37
	Matthew, R. V. Share Purchase Plan		S	-- Mar/84	1	55		753
	McLauchlin, D. L. Share Purchase Plan		S	-- Mar/84	1	79		392
	Moonen, F. H. Share Purchase Plan		S	-- Mar/84	1	58		1396
	Powis, A. Share Purchase Plan		D	-- Mar/84	T 1	7		563 357
	Rogers, J. S. Share Purchase Plan		S	-- Mar/84	1	60		1997 717
	Ross, J. St. C.		S	--				1750



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Ross, J. St. C. Share Purchase Plan	Common	S	Mar/84	I	103		2103
	Smith, R. V. Share Purchase Plan		S	-- Mar/84	I	148		3052 2368
	Southam, Gertrude J.		D	Mar/84	T	350		17880
	Southam, J. M. Share Purchase Plan		D	-- Mar/84	T I	5		238
	St. John, D. W. Share Purchase Plan		S	-- Mar/84	I	51		1229
	Towill, G. J. Share Purchase Plan Other Indirect		S	-- Mar/84 --	I 1	62		1300 759 90
	Turner, J. N. Share Purchase Plan		D	-- Mar/84	T I	5		500 238
	Wiewel, R. N. Share Purchase Plan		S	-- Mar/84	I	116		1640 2779
	Wishart, G. Share Purchase Plan		S	-- Mar/84	I	33		251
	Worthy, V. R. Share Purchase Plan		S	-- Mar/84	I	70		1269
	Wright, C. B. Share Purchase Plan		D	-- Mar/84	T I	7		3320 338
	Zimmerman, A. H. Share Purchase Plan Other Indirect		D	-- Mar/84 --	T I I	7		357 1317
MAGNACON MINES & OILS LIMITED	Ragonetti, Barbara	Common	B	-- Nov/83 Jan/84 Apr/84	IR	50000		845500 895500 695500 645500
	Laurenzo, Vincent D.	Common	DS	Apr/84		400		400
MASSEY-FERGUSON LIMITED	Wilson, Lynton R.		D	Apr/84		200		300
MERCANTILE BANK OF CANADA. THE	McLearon, F. Derek	Common	S	Apr/84		400		400

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MERLAND EXPLORATIONS LIMITED	Dickie, William D.	Common	D	--	IR			2000
METALORE RESOURCES LIMITED	Chilian, George W. Southern Ontario Natural Gas Limited Trustee	Common	DB	Feb/84		4000		250250
				Dec/83	1	3000		200588
				--	1			27000
	Winter, Hugh A.		S	Apr/84		600		10600
MIDLAND DOHERTY FINANCIAL CORPORATION	Kennedy, Thomas R.	Common	SI	Apr/84		706		10106
MIKES SUBMARINES INC.	Deros, Peter Amended	Common	DS	Feb/84		10000		19700
MINORCO CANADA LIMITED	Plain Holdings B V Minerals and Resources Corporation Limited	Common	B	--				
				--	IRI			12920400
MITEL CORPORATION	Redmond, Robert J.	Preferred	D	Feb/84		3000		3000
MOLSON COMPANIES LIMITED, THE	Grenier, Alain	Class A	S	--	IR			73
MONTREAL TRUSTCO INC.	Bachand, J. Claude	Common Series A	S	--	IR			1000
NABISCO BRANDS, INC.	Powelson, Robert J.	Common	S	Mar/84	X	2288		6818
NABU NETWORK CORPORATION	Esch, Jr. Arthur G. Amended Trustee 107237 Canada Ltd.	Common	DI	Feb/84			20000	---
				--	1			50000
				--	1			33500
NATIONAL BANK OF CANADA	Dumoulin, Jean	Common	S	--	IR			227
	Latreille, Andre Amended		D	Jan/84		9249		
				Jan/84 Mar/84		10500	9249	40864
	Soucy, Maurice W. Placements M.W. Soucy Inc.		D	--				1000
				Jan/84	1	2000		18000
	Soucy, Maurice W. Placements M.W. Soucy Inc.	Preferred	D	--				
				Jan/84	1	1000		---

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NATIONAL SEA PRODUCTS LIMITED	Earle, Arthur F.	Securities	D	--	IR			---
NEW AUGARITA PORCUPINE MINES LIMITED	Deibel, Edward	Common	S	Mar/84			5000	2000
NEWSCOPE RESOURCES LIMITED	Weir, Robert D.	Common	S	--	IR			2000
	Weston, Douglas A.		DS	--	IR			7500
NORANDA MINES LIMITED	Toivanen, Markku R.	Common	S	Mar/84		243		7185
NORCEN ENERGY RESOURCES LIMITED	Chant, Dixon S.	7.75% Conv. Junior Series 83 Preference	D	--	IR			500
	Leroux, Jean-Jacques	Non-Voting Ordinary	S	Apr/84			7000	83
	Norcen Savings Plan			--	1			1667
	Leroux, Jean-Jacques Savings Plan	Voting Ordinary	S	Apr/84	1		7083	---
				--				1543
NORTH CANADIAN OILS LIMITED	Cornelissen, Michael	Common	D	--	IR			100
NORTHUMBERLAND MINES LIMITED	Duhamel, George B. Promenade Tours Inc.	Common	D	Mar/84			9900	100
				--	1			45033
NOVA, AN ALBERTA CORPORATION	Pallister, Alfred E.	12% Preferred	D	Mar/84	M	400		400
	Pallister Resource Management Ltd.			Mar/84	M 1		400	200
	Pallister, Alfred E. Pallister Resource Management Ltd.	Common	D	Mar/84	M	1800		10800
				Mar/84	M 1		1800	3000
NOVA BEAUCAGE MINES LIMITED	Golla, James I.	Common	D	Mar/84		21000		
				Mar/84			10000	11000
	Milne, Glen A. RRSP Kingshield Corporation		DS	Feb/84	M		15000	701758
				Feb/84	M 1	15000		15000
				--	1			140000
	Sodero, Dario E.		S	Mar/84	M		10715	35000
				Mar/84			8285	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NOVA BEAUCAGE MINES LIMITED (Continued)	Sodero, Dario E. RRSP	Common	S	Mar/84	M 1	8285		22285
OAKWOOD PETROLEUMS LTD.	Beigie, Carl E.	Common	D	--	IR			500
	Oakwood Petroleums Ltd.	Preferred Series "B"		--	IR			69050
OCCIDENTAL PETROLEUM CORPORATION	Friedman, Frank B. Thrift Plan	Common	S	--				
				1983	1	367		913
OLD CANADA INVESTMENT CORPORATION LIMITED	McKechnie, James A. RRSP	Common	D	--				17081
				Apr/84	1	2846		2846
OMEGA HYDROCARBONS LTD	Hall, Dennis E.	Common	D	Apr/84 Apr/84		5000	1000	253500
	Henderson, John		S	Apr/84 Apr/84 Apr/84		5000	1000 2000	4001 2001
OSHAWA GROUP LIMITED, THE	Candy, Charles E.	Class A	SI	--	IR			300
PAGE PETROLEUM LTD.	Clark, Lawton L. Other Indirect	Common	DS	1983 --		1704		687403 2000
	Harrison, William R.		DS	1983		841		1441
PENN WEST PETROLEUM LTD.	Bonanza Resources Ltd.	Class "A"	B	Apr/84		299800		399800
		Common		Apr/84		222800		4359660
	Ismond, Wesley G.	Class "A"	SI	Apr/84			15500	---
		Common		Apr/84			2100	---
PENNZOIL COMPANY	Bovaird, William J. Wife Bovaird Supply Company, The	Common	D	-- Apr/84	G 1	375		3753 592
				--	1			77336
	Sortor, Harold E. Employees Stock Purchase Plan		S	Apr/84			10000	14717
PINE POINT MINES LIMITED	Johnston, David L.	Common	D	--	1			10641



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
PINE POINT MINES LIMITED (Continued)	Johnston, David L. In Trust for Cominco Limited	Common	D	--	IR1			1
PLEXUS RESOURCES CORPORATION	Zuk, Michael P.	10% Series B Convertible Debentures Due 1988	D	--				
	Mapleleaf Capital Corporation			--	IR1			\$650000
POCO PETROLEUMS LTD	Galvin, Edward A.	Warrants	DS Feb/84			15000		15000
QUARTZ CRYSTALS MINES LTD.	Stelk, Russell C.	Common	DSB Dec/83			6800		289944
QUEBEC STURGEON RIVER MINES LIMITED	Decoste, Paul	Common	S --	--	IR			450
	Leger, Calire Gestion Peladeau Inc.		D -- Feb/84		V 1	1		2
	Peladeau, Pierre Gestion Peladeau Inc.		DS Feb/84 Feb/84		V V 1	100 1399472		200 2798944
	Webster, Lorne C.		D Feb/84		V	1001		2002
QUEBEC-TELEPHONE	Belzile, Herve	common	D Apr/84			9		446
	Bouchard, Ghislain		S Apr/84		T	25		1112
	Duchesne, Robert		S Apr/84		T	6		279
	Laroche, Gilles		S Apr/84		T	20		1067
	Panet-Ramond, Bernard		S Apr/84		T	15		807
	Sirois, Raymond		DS Apr/84		T	180		9425
	Soucy, Simon		S Apr/84		T	16		3396
REED STENHOUSE COMPANIES LIMITED	Barbary, Robert J.	Class A Common	SI Mar/84			124		10003
	Elgood, George L.		D 1983 Feb/84		T	116		331
	Gardiner, William D. H.	Class A	S 1983-84		X	11		541
	Robertson, Ian	Class C	SI Mar/84			24		24

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REED STENHOUSE COMPANIES LIMITED (Continued)	Wilson, William M.	Class A	D	1983	T	1302		29361
REICHOLD LIMITED	Woodward, Francis W.	Class A Common	D	Mar/84	E	7220		39944
				Mar/84		363		
	Reichhold Limited	7 1/4% First Pref. Series A	D	1983	R	228	250	9677
				Sept/83		200		
				Sept/83			200	
				Jan/84		400		
				Jan/84			400	
				Feb/84		300		
				Feb/84			300	
				Apr/84		200		
				Apr/84			200	
REVENUE PROPERTIES COMPANY LIMITED	Rosenfeld, Gurston I.	Common A	D	Apr/84			4333	---
ROMAN CORPORATION LIMITED	Lourose Holdings Limited	Common B		--				8667
	Rickaby, Andrew C.	Common	SI	Apr/84	1	3000		3000
				--	IR			
				Apr/83		300		
ROYAL BANK OF CANADA, THE	Ashforth, Robert B. Wife	Capital	D	Mar/84	1	414		1252
				--				
	de Souza, Carlton P. Mackay, Wallace J. Milburn, Joel A.	Common	S	Mar/84		383		383
				Mar/84		341		
				Feb/84	T	20		
ROYAL TRUSTCO LIMITED	Regan, Michael J. Wife	Common A	S	Mar/84	T	97		1514
				Apr/84		3250		
	Walker, James M. Choules-Burbidge, N.W.R. Clarke, George F.S.	Class C	D	--	1			11250 1000
				Mar/84		367		
				Apr/84			221	
				Apr/84		200		200

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROYEX STURGEON MINING LIMITED	Davies, John H.	Common	D	--	IR			2000
RUNDLE GOLD MINES LIMITED	Hollinger Argus Limited	Common	B	Oct/83			1358831	---
	Labrador Mining and Exploration Company Limited		B	--	IR			1358831
SANDY CAY RESOURCES INC.	Lynnfrank Holdings Inc.	Common	--	--	IR			233334
		Preference	--	--	IR			500000
SCARBORO RESOURCES LIMITED	MacKenzie, Norman J.	Common		Apr/84			4000	495800
SCOTT PAPER LIMITED	Peters, Peter J.	Common	DS	Apr/84			215	21
SEAQUEST ENERGY LTD.	Philippot, Ludovic W. Amended Algertex Industries Ltd	Common	DS	Mar/84		34322		97562
			--	--	1			32750
SHADOWFAX RESOURCES LTD.	Rosenberg, Elliott B.	Common	DS	Apr/84 Apr/84		5000		26100
SHAW INDUSTRIES LTD.	Hyland, Geoffrey F.	Common	S	Apr/84			3000	---
SIENNA RESOURCES LIMITED	Jackson, Donald L. RRSP	2nd Pfd A	DS	-- Mar/84	1	2546		3200
	Jackson, Donald L. RRSP	Common	DS	-- Mar/84	1		21641	321223 8636
SILVERSIDE RESOURCES INC.	Hellens, Alexander D. Hellens Management Voyager Explorations Temco Mines E.C. Hellens	Common	D	-- -- Apr/84 Apr/84 --	1 1 1 1 1			200485 122500 214823 331483 250
	McCloskey, Richard D.		DS	Mar/84		20000		46000
SLATER STEEL INDUSTRIES LIMITED	Desson, Graham L.	Class A	S	Jan/84		600		600
		Class B		Jan/84		600		600
SONOR INVESTMENTS LIMITED	Sonor Investments Limited	9% First Preference		Apr/84	R	100		

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END
						ACQUIRED	DISPOSED	DISPOSED	HOLDINGS	
SONOR INVESTMENTS LIMITED (Continued)	Sonor Investments Limited	9% First Preference		Apr/84	R			100	---	
SORREL RESOURCES LTD.	Speirs, David	Common	DS	Apr/84	X	50000			160000	
SOUTHAM INC.	R.L. Cliff Ltd.	Common		--	IR				2000	
SPAR AEROSPACE LIMITED	Polansky, Sheldon	Subordinate Voting	S	Apr/84				100	5155	
	RRSP			--	1				258	
STANDARD TRUSTCO LIMITED	Kostuik, John	Common	DI	Apr/84	T	206			9803	
	McConkey, Edward B.		D	Apr/84	T	53			2545	
	Mulkins, Edward T. Dividend Reinvestment & Share Purchase Plan		SI	--						
	O'Malley, Brian R. Dividend Reinvestment & Share Purchase Plan		DS	--	1	2			119	
	Seago, Alan J.			Apr/84			8		46669	
	Thompson, Wesley D.		S	Apr/84			4		425	
STATES EXPLORATION LTD.	MacDonald, Larry J.	Securities	DI	--	IR	126			314	
	Mogensen, Hugh	Common	DI	--	IR				5986	
	Pedersen, Harold V.		DS	--	IR					
STELCO INC.	McLean, Leslie C.	Class A Common	D	--	IR				10000	
SULPETRO LIMITED	Manz, Lloyd S.	Class B Common	S	1981-83 Mar/84		17000		293	6000	256
TECK CORPORATION	Michener, Daniel R.	Class A	DS	Mar/84		2000			17821	
		Class B		Mar/84				2000	2000	
TEESHIN RESOURCES LTD	Coulter, Michael Mijil Corporation Inc.	Common	DS	Mar/84 Mar/84	1	1667		1000	---	
TENNECO INC.	Bernacki, Edward J. Thrift Plan Son	Common	S	-- Mar/84 --	1 1	23			19200 23334	



## REPORTING ISSUER

TENNECO INC.

Continued

INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
					ACQUIRED	DISPOSED	ACQUIRED	DISPOSED	
Bonfield, Gordon B.	Common	S	--						7311
Thrift Plan			--	1					1030
Stock Bonus Plan			--	1					1234
Wife			--	1					60
ADRS Plan			Mar/84	1		1			31
Capps, E. L.		S	--						660
Thrift Plan			Mar/84	1				2000	3697
Daniels, H. E.		S	--						100
Thrift Plan			Mar/84	1		141			5297
ADRS Plan			Mar/84	1		2			54
Son			--	1					5
Ketelsen, James L.		DS	--						19500
Co-Trustee of Trust			--	1					264
Thrift Plan			Mar/84	1		192			9889
Menikoff, Peter		S	--						212
Thrift Plan			Mar/84	1		34			169
Miller, Robert H.		S	--						771
Thrift Plan			Mar/84	1		140			4630
Muse III, Ewell H.		S	--						75
Wife			--	1					75
By Self as Custodian			--	1					75
for Daughter			--	1					75
By Self as Custodian			--	1					500
for Son			--	1					
Thrift Plan			--						
By Self as Custodian			Mar/84	1		2			38
for Daughter Beneficia-									
lly held in ADRS Plan									
By Self as Custodian			Mar/84	1		2			38
for Son Beneficially									
held in ADRS Plan									
Otto, Kenneth L.		S	--						703
Thrift Plan			Mar/84	1		25			
Sapp, Walter W.		S	--						2288
Thrift Plan			Mar/84	1		70			
Sisco, Joseph J.		D	--						1350
ADRS Plan			Mar/84	1		44			1084
Sitter, William H.		S	--						

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TENNECO INC. (Continued)	Sitter, William H. Thrift Plan	Common	S	Mar/84	1	103		2742
	Tunnell, Byron Thrift Plan		S	-- Mar/84	1	105		1000 3148
TERRA MINES LTD.	Kocken, Wilhelmus G. Inlet Metal	Common	D	Mar/84	1		4900 21000	425211 643969
	Nobito		--	--	1			1157
	J. Kocken		--	--	1			5278
	N. Kocken		--	--	1			40646
TORONTO-DOMINION BANK	Shearer, Douglas H.		D	Mar/84		17600		27417
	Kenzie, George G.	Common	S	Apr/84		1000		9399
	McDowell, Frederick G.		DS	Apr/84		2323		20000
TORSTAR CORPORATION	Plourde, Gerard		D	Mar/84			12000	8898
	Roth, Norman R.		S	Apr/84		1000		15542
	Evans, John R.	Securities	D	--	IR			---
TRADERS GROUP LIMITED	McSweeney, Michael T.	Class B	S	--	IR			2050
	Bassel, John P. PMSM Investments Ltd.	Class A	D	Apr/84 Apr/84	T 1	304 293		62029 52437
TRI-STAR RESOURCES LTD	Nikel, Georg R.	Common	D	Jan/84 Jan/84	X	16600	16600	---
TRILON FINANCIAL CORPORATION	Orser, Earl H.	Class A	DS	--				25910
	333920 Ontario Limited			Apr/84	1		1000	2440
TRIZEC CORPORATION LTD.	Sardachuk, Edmund Amended	Senior Pref. Class B Series 3	DS	--				2080
TRIO-ARCHEAN DEVELOPMENTS INC.	PDB Investments Ltd.			Mar/84	1		12633	12250
	Nikel, G. R.	Class B Common	DS	Mar/84			5000	---
	Nikel, Georg R.		DS	Jan/84 Feb/84		5000	1000	---
TRU-WALL GROUP LIMITED	Ursini, Leonard A.	Common	DS	Dec/83		100		23239

## INSIDER TRADING REPORTS

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS		BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				DATE	TYPE			
TRU-WALL GROUP LIMITED (Continued)	Ursini, Leonard A. Leonard Ursini Investments Limited Ursini Bros. Limited	Common	DS	--	1			55900 89084
				--	1			
	Ursini, Maurice M. Ursini Bros. Limited		DS	Dec/83	1	100		11792 89085
				--				
ULTRAMAR PLC.	Zeigler, Donald W.	Ordinary	S	Mar/84 Mar/84	X	9000	9000	---
UNION GAS LIMITED	Mahoney, Joseph E. ESOP	Common	S	Apr/84 Apr/84	1	61	350	5350 1454
	O'Neill, Michael J. Employee Share Ownership Plan		S	--				
				Oct/83	1	13		
UNITED HEARNE RESOURCES LTD.	Schaffer, Michael Other Indirect	Common	DS	--	IR			60300 163517
				--	IR1			
	McCarter, Peter	Common	D	--	IR		1	
TRI-COAST RESOURCE CORPORATION	Bradshaw, David	Common	D	--	IR		1	
UNITED STATES STEEL CORPORATION	Usher, Thomas J.	Securities	S	--	IR			---
VICTORIA AND GREY TRUSTCO LIMITED	Thomson, George G.	Common A	D	Mar/84		33		3469
WADDY LAKE RESOURCES INC.	Partridge, Jessie E.	Common	D	Mar/84			12300	48700
WAJAX LIMITED	Thibeault, Yvon L.	Common	S	Apr/84 Apr/84	X	14000	1500	---
HIRAM WALKER RESOURCES LTD.	Hatch, Jr. Henry C. Wife	Common	DS	Dec/83 1983		972		3190 315
	Other Indirect			--	1	40		27500
WEST HILL ENERGY INC.	Thomson, Gordon H.	Securities	DI	--	IR			---
	Elliott, Stephen D.	Securities	S	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WHARF RESOURCES LTD.	Raftery, David W.	Common	S	Mar/84		5000	17800	5000
WIX INC.	Plante, Edward A.	Common		Mar/84		500		4850
WORLDWIDE EQUITIES LIMITED	Spicer, John H.	Common Class A	D	--	IR			500
		Series I warrant		--	IR			500
		Series II warrant		--	IR			500





CHAPTER 8  
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 19, 1984	CIBC Pension Fund Investments	ANSER TECHNOLOGY, INC. COMMON SHARES	\$500,000	100,000 shares
"	Daly Gordon Securities	" "	100,085	20,017 shares
"	Daly Gordon Securities	" "	250,000	50,000 shares
"	National Business Systems Inc.	" "	555,000	111,000 shares
Mar. 30, 1984	Confederation Life Insurance Company	ATLANTIC SUGAR LIMITED - BONDS	5,500,000	\$5,500,000
"	Montowr & Co. Acct. #T901740	" "	232,000	\$232,000
"	Montowr & Co. Acct. #T906900	" "	386,000	\$386,000
"	Montreal Trust Company of Canada. Trustee for Prudential Assurance Company Limited	" "	2,000,000	\$2,000,000
"	Penfund Capital (No.1) Limited	" "	6,882,000	\$6,882,000
Aug. 31, 1982	Bishop, Percy W.	AUGDOME CORPORATION LIMITED COMMON SHARES	25,000	25,000 shares
Apr. 16, 1984	-----	AVCO FINANCIAL SERVICES CANADA LTD. "AMENDED" TRANSACTIONS IN APRIL 27, 1984 BULLETIN SHOULD INDICATE 13% NOTES		
Apr. 18, 1984	Canwell Holdings Limited	BUSINESS WORLD SYSTEMS INC. SCIENTIFIC RESEARCH DEBENTURE	205,000	One
Apr. 16, 1984	Arca Investments Inc.	CANGENE CORPORATION COMMON SHARES	999,997	133,333 shares
"	Manufacturer's Life Insurance Company, The	" "	"	133,333 "

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 16, 1984	Molson Companies Limited, The	CANGENE CORPORATION COMMON SHARES	\$750,003	66,667 shares
Apr. 12, 1984	Balan, Peter	CANREOS MINERALS (1980) LIMITED - COMMON SHARES	10,000	23,256 shares
"	Chafee, Robert E.	" "	55,000	127,907 shares
"	Watkins, Gary	" "	10,000	23,256 shares
Apr. 06, 1984	Merit Investment Corporation As Agent	CULLATON LAKE GOLD MINES LTD. CLASS A PREFERRED SHARES	1,340,625	275,000 shares
Feb. 29, 1984	Baker, Gordon Roy	DYAD COMPUTER SYSTEMS INCORPORATED - RESEARCH DEMAND NOTE	100,000	One
"	Best, Nicholas A.	" "	86,500	One
"	Dunbar, Patricia	" "	"	One
"	Gottwald, Bruno	" "	150,000	One
"	Karker, Gerhard	" "	"	One
"	M.J. Needham Enterprises Ltd.	" "	"	One
"	Needham, Michael J.	" "	"	One
"	Rossiter, Gary S.	" "	86,500	One
"	Simpson, Peter C.	" "	100,000	One
Apr. 17, 1984	Global Communications Ltd.	FIRST CASH MANAGEMENT LIQUIDITY FUND - UNITS	1,000,000	998 units
Apr. 25, 1984	Global Communications Ltd.	" "	900,000	898 units
Apr. 16, 1984	Multicreations Licensing Inc.	" "	1,100,000	1,098 units

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 11, 1984	V.K. Mason Inc.	FIRST CASH MANAGEMENT LIQUIDITY FUND - UNITS	\$1,500,000	1,497 units
Mar. 14, 1984	Fallbrook Holdings Limited	INTROTEL COMMUNICATIONS INC. CLASS "B" SPECIAL SHARES	100,000	38,333 shares
Apr. 09, 1984	Falconbridge Limited	KIENA GOLD MINES LIMITED 6% NON-VOTING PREFERENCE SHARES	32,541	32,541 shares
Apr. 10, 1984	Clarkson, Stephen H. E.	LAMBDA III, L.P. - LIMITED PARTNERSHIP INTEREST	100,000	\$100,000
"	Max Clarkson Associates Ltd.	" "	300,000	\$300,000
"	Ontario Municipal Employees Retirement Board	" "	6,000,000	\$6,000,000
"	Stephen H. E. Clarkson in Trust	" "	100,000	\$100,000
"	Stephen H. E. Clarkson in Trust K	" "	"	\$100,000
Apr. 11, 1984	Jimberlana Minerals N. L.	LAURASIA RESOURCES LIMITED COMMON SHARES	2,400,000	4,800,000 shares
Apr. 04, 1984	Lever, Nora Starr	MAYFAIR APARTMENTS LIMITED, THE - COMMON SHARES	189,000	6,290 shares
Apr. 03, 1984	wallack, Marie Claire	" "	170,000	6,482 shares
Apr. 09, 1984	577066 Ontario Limited	MELTING FURNACE SERVICES INC. CLASS B COMMON SHARES	148,571	948 shares
Apr. 16, 1984	D.E. Day Family Trust	NORTHCOR EXPLORATION PROGRAM 1983-12 - CLASS "A" UNITS	220,000	2 units
Apr. 17, 1984	Baxter Technologies Corporation	OPTRIX RADIATION INC. PROMISSORY NOTE	814,000	One



REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 18, 1984	Crownx Inc.	POLYVOLTAC CANADA INC. COMMON SHARES	\$2,500,000	357,157 shares
Apr. 16, 1984	Cinitel Management Services Limited	SARLOS & ZUKERMAN FUND, THE UNITS	100,000	100 units
Apr. 12, 1984	Herman, W. Bernard	" "	220,000	220 units
Apr. 10, 1984	Westmount-St. Catherine Holdings Ltd.	" "	100,000	100 units
Apr. 25, 1984	Canadian Co-Operative Credit Society Limited	TRADERS GROUP LIMITED 12 3/4% DUE APRIL 29, 1985	10,000,000	\$10,000,000
Apr. 02, 1984	Labelle, Andre & Michele	VIMY APARTMENTS LIMITED, THE COMMON SHARES	109,000	704 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
May. 01, 1984	Feb. 17, 1983	Mutual Life Assurance Company of Canada	MAGNA INTERNATIONAL INC. CLASS A SHARES	\$14,900	1,000 shares
May. 02, 1984	"	"	"	22,350	1,500 "
Apr. 10, 1984	Sep. 26, 1983	Manufacturers Life Insurance Company. The	MINERAL RESOURCES INTERNATIONAL LIMITED COMMON SHARES	187,500	50,000 shares
Apr. 18, 1984	"	"	"	182,500	50,000 "
Apr. 17, 1984	Jun. 20, 1983	Manufacturers Life Insurance Company, The	PEOPLES JEWELLERS LIMITED CLASS A COMMON SHARES	3,036	300 shares
"	"	"	"	8,000	800 "
Apr. 19, 1984	"	"	"	4,750	500 "
Apr. 17, 1984	Jun. 20, 1983	Manufacturers Life Insurance Company, The	PEOPLES JEWELLERS LIMITED WARRANTS	800,000	800 wts

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Peller, Joseph A.	ANDRES WINES LTD. - CLASS A SHARES	20,000 shares
Conwest Exploration Company Limited	CHANCE MINING AND EXPLORATION COMPANY LIMITED COMMON SHARES	421,181 "
Campbell Resources Inc.	INVERNESS PETROLEUM LTD. - COMMON SHARES	100,000 "
Crownborough Investments Limited	SPAR AEROSPACE LIMITED - SUBORDINATE VOTING SHARES	35,680 "



CHAPTER 9  
TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 GEOCRUDE ENERGY INC.

9.1.2 PAN CANA-81 LIMITED PARTNERSHIP

9.1.3 CONSOLIDATED RAMBLER MINES LIMITED

9.1.4 MAYNARD ENERGY INC.

9.1.5 OMEGA HYDROCARBONS LTD.

9.1.6 TOROMONT INDUSTRIES LTD.

TAKE-OVER BIDS, ISSUER BIDS

VARIATION OF OFFER

GEOCRUDE ENERGY INC.  
(OFFEROR)

PAN CANA-81 LIMITED PARTNERSHIP  
(OFFEREE)

NOTICE OF INTENTION - FORM 35

CONSOLIDATED RAMBLER MINES LIMITED

MAYNARD ENERGY INC.

OMEGA HYDROCARBONS LTD.

TOROMONT INDUSTRIES LTD.





CHAPTER 10  
CONTINUOUS DISCLOSURE FILINGS

## Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
534564 ONTARIO LIMITED	PRIVATE PLACEMENTS
534564 ONTARIO LIMITED	PRIVATE PLACEMENTS
ABERFORD RESOURCES LTD.	ANNUAL REPORT
ABERFORD RESOURCES LTD.	PRESS RELEASE
ABERFORD RESOURCES LTD.	PRIVATE PLACEMENTS
ABERFORD RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
ABITIBI-PRICE INC.	PRESS RELEASE
ACCORD RESOURCES INC.	PRIVATE PLACEMENTS
ACKLANDS LTD.	CERTIF. OF MAILING
ACKLANDS LTD.	SHRHLDRS. MTNG. MAT.
AGF PREFERRED INCOME FUND	PRELIM. PROSPECTUS
AHED CORPORATION	AUD. ANN. FIN. STMT.
AHED CORPORATION	IFS 3 MN FE 29 84
ALBERTA ENERGY COMPANY LTD.	DIVIDEND NOTICE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
ALUMINUM COMPANY OF CANADA LTD.	FORM 10K
AMERICAN EAGLE PETROLEUMS LIMITED	SHRHLDRS. MTNG. MAT.
AMERICAN QUASAR PETROLEUM CO.	REVENUES FOR THE YEA
ANDROCK INC.	PRESS RELEASE
ARC INTERNATIONAL CORPORATION	IFS 9 MN JA 31 84
ARGENTEX RESOURCE EXPLORATION CORP.	AMENDMENT TO PRO.
ASAMERA INC.	PRESS RELEASE
ASAMERA INC.	FORM 27-MAT. CHANGE
AUGDOME CORPORATION LIMITED	RULING/ORDER/REASONS
AUGMITTO EXPLORATIONS LIMITED	FORM 27-MAT. CHANGE
AVCO FINANCIAL SERVICES CANADA LIMITED	CERTIF. OF MAILING
AVCO FINANCIAL SERVICES CANADA LIMITED	PRIVATE PLACEMENTS
AVCO FINANCIAL SERVICES CANADA LIMITED	SHRHLDRS. MTNG. MAT.
AVINDA VIDEO INCORPORATED	EXERCISE OF RIGHTS
AVINDA VIDEO INCORPORATED	PRIVATE PLACEMENTS
B.C. SUGAR REFINERY LIMITED	DIVIDEND NOTICE
B.P.I. RESOURCES LTD.	IFS 3 MN DE 31 83
BARBECON INC.	CERTIF. OF MAILING
BARYMIN EXPLORATIONS LIMITED	RULING/ORDER/REASONS
BC CENTRAL CREDIT UNION	IFS 3 MN MR 31 84
BEAU CANADA EXPLORATION LTD.	IFS 3 MN MR 31 84
BEAU CANADA EXPLORATION LTD.	PRESS RELEASE
BEAU CANADA EXPLORATION LTD.	LET. TO SHAREHOLDERS
BEDDINGTON COURT	AUD. ANN. FIN. STMT.
BELGIUM STANDARD LIMITED	LET. TO SHAREHOLDERS
BELGIUM STANDARD LIMITED	SHRHLDRS. MTNG. MAT.
BELGIUM STANDARD LIMITED	PRESS RELEASE
BELGIUM STANDARD LIMITED	EXCERPTS FROM DECISI
BELL CANADA	PROSPECTUS
BELORE MINES LIMITED	AUD. ANN. FIN. STMT.

Xerographic and microfiche copies of these documents are available from:  
 Micromedia Ltd, 144 Front Street West, Toronto, Ontario M5J 2L7 (416) 593-5211

## Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
BONANZA RESOURCES LTD.	T.S.E. MATERIAL
BONANZA RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
BOW VALLEY INDUSTRIES LTD.	EMPLOYEE THRIFT PLAN
BOW VALLEY RESOURCE SERVICES LTD.	EXEMPT FINANCING NOT
BRALORNE RESOURCES LIMITED	PRESS RELEASE
BRAMALEA LIMITED	CERTIF. OF MAILING
BRENT GARDENS PARTNERSHIP	AUD. ANN. FIN. STMT.
BRITISH AMERICAN BANK NOTE INC.	ANNUAL REPORT
BRITISH AMERICAN BANK NOTE INC.	SHRHLDRS. MTNG. MAT.
BRITISH PETROLEUM COMPANY P.L.C.	NOTIFICATION OF INTE
BROSNAN MINES LTD.	PRESS RELEASE
BROULAN RESOURCES INC.	PRIVATE PLACEMENTS
BROWN-MCDADE RESOURCES LIMITED	PRIVATE PLACEMENTS
BYTEC-COMTERM INC.	PRESS RELEASE
CAMEL OIL & GAS LTD.	ANNUAL REPORT
CAMEL OIL & GAS LTD.	SHRHLDRS. MTNG. MAT.
CAMFLO MINES LTD.	T.S.E. MATERIAL
CAMFLO MINES LTD.	PRESS RELEASE
CAMINDEX MINES LIMITED	CERTIF. OF MAILING
CAMINDEX MINES LIMITED	CERTIF. OF MAILING
CAMINDEX MINES LIMITED	LET. TO SHAREHOLDERS
CAMPBELL RED LAKE MINES LIMITED	PRESS RELEASE
CAMPBELL RED LAKE MINES LIMITED	PRESS RELEASE
CANADA NORTHWEST ENERGY LIMITED	PRESS RELEASE
CANADA PERMANENT MORTGAGE CORPORATION	AUD. ANN. FIN. STMT.
CANADA PERMANENT MORTGAGE CORPORATION	SHRHLDRS. MTNG. MAT.
CANADA TUNGSTEN MINING CORPORATION	APPLICATION
CANADIAN CO-OPERATIVE CREDIT SOCIETY	IFS 3 MN MR 31 84
CANADIAN CURTISS-WRIGHT LIMITED	OPERATING RESULTS FO
CANADIAN IMPERIAL BANK OF COMMERCE	PROSPECTUS
CANADIAN MANOIR INDUSTRIES LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRIVATE PLACEMENTS
CANADIAN PACIFIC LIMITED	SHRHLDRS. MTNG. MAT.
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CANOLAN RESOURCES LTD.	OPTIONS TO DIRECTORS
CANUC RESOURCES INC.	EXEMPT FINANCING NOT
CELANESE CANADA, INC.	PRESS RELEASE
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
CHAPEL BAY EXPLORATIONS INC.	LET. TO SHAREHOLDERS
CLAREVIEW GARDENS APARTMENT PROJECT	AUD. ANN. FIN. STMT.
COMINCO LTD.	ANNUAL INFO. FORM
COMPUTALOG GEARHART LTD.	SHRHLDRS. MTNG. MAT.
CONESTOGA BRIDGE CAPITAL CORP.	PRIVATE PLACEMENTS
CONSOLIDATED GASCOME OILS LTD.	PRESS RELEASE
CONSOLIDATED LOUANNA GOLD MINES LTD.	PRESS RELEASE
CONSOLIDATED NATURAL GAS COMPANY	SHRHLDRS. MTNG. MAT.
CONSOLIDATED RAMBLER MINES LIMITED	SHRHLDRS. MTNG. MAT.

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COOPER CANADA LIMITED	PRESS RELEASE
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CORE-MARK INTERNATIONAL INC.	PRESS RELEASE
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CORRIDA OILS LTD.	PRESS RELEASE
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CTG, INC.	FORM 27-MAT. CHANGE
DART & KRAFT INC.	PRESS RELEASE
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DENISON MINES LTD.	NET EARNINGS FOR THR
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DENISON MINES LTD.	PRESS RELEASE
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DICKENSON MINES LIMITED	PRIVATE PLACEMENTS
DOME MINES LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	FORM 10K
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOME PETROLEUM LIMITED	PRESS RELEASE
DOMINION TEXTILE INC.	PRESS RELEASE
DOMTAR INC.	PROSPECTUS
DOMTAR INC.	ANNUAL INFO. FORM
DORSET RESOURCES LTD.	PRESS RELEASE
DRG INC.	DIVIDEND NOTICE
DUBENSKI GOLD MINES LIMITED	PROSPECTUS
DUBENSKI GOLD MINES LIMITED	APPENDICES TO PRO.
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DUNRAINE MINES LTD.	PRIVATE PLACEMENTS
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EATON/BAY GROWTH FUND LTD.	PROSPECTUS
EATON/BAY GROWTH FUND LTD.	APPENDICES TO PRO.
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ECHO BAY MINES LTD.	PRESS RELEASE
ECHO BAY MINES LTD.	PRESS RELEASE
EMBASSY RESOURCES LTD.	PRESS RELEASE
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ENERGY & RESOURCES (CAM) LTD.	T.S.E. MATERIAL
ERAMOSA TECHNOLOGY CORPORATION	WARRANT TRUST INDENT
ERAMOSA TECHNOLOGY CORPORATION	PRESS RELEASE
FALCONBRIDGE LIMITED	PRESS RELEASE
FINANCIAL TRUSTCO CAPITAL LTD.	PRESS RELEASE
FINNING TRACTOR & EQUIPMENT COMPANY	PRESS RELEASE

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FIRST CITY TRUST COMPANY	ANNUAL REPORT
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FIRST MARITIME MINING CORPORATION	ANNUAL REPORT
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FISCON INVESTMENT FUND	REPORT TO UNITHOLDER
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GALINEE MATTAGAMI MINES LIMITED	AUD. ANN. FIN. STMT.
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GALORE GOLD RESOURCES INC.	PROSPECTUS
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GENERAL AMERICAN TECHNOLOGIES INC.	FORM 27-MAT. CHANGE
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GOWEST AMALGAMATED RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
GRAND SAGUENAY MINES & MINERALS LIMITED	AMENDMENT TO PRO.

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GREY GOOSE CORPORATION LIMITED	CERTIF. OF MAILING
GREYHOUND COMPUTER OF CANADA LTD.	SHRHLDRS. MTNG. MAT.
GREYHOUND LINES OF CANADA LTD.	AUD. ANN. FIN. STMT.
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GROUPED INCOME SHARES LTD.	AUD. ANN. FIN. STMT.
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GULF CORPORATION	T.S.E. MATERIAL
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HAMMERSON PROPERTY INVES'T & DEVELOP.	PRESS RELEASE
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HARTE RESOURCES LTD.	AUD. ANN. FIN. STMT.
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INCO LIMITED	PRESS RELEASE
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INEXCO OIL COMPANY	SHRHLDRS. MTNG. MAT.
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ITT CORPORATION	ANNUAL REPORT
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IVACO INC.	ANNUAL REPORT
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JONES HEWARD AMERICAN FUND LTD.	AUD. ANN. FIN. STMT.
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KEEPRITE INC.	CERTIF. OF MAILING
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KEG RESTAURANTS LTD.	SHRHLDRS. MTNG. MAT.
KENSINGTON II PARTNERSHIP	AUD. ANN. FIN. STMT.
KERR ADDISON MINES LIMITED	AUD. ANN. FIN. STMT.
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LAIDLAW TRANSPORTATION LIMITED	PRESS RELEASE
LAKE ONTARIO CEMENT LIMITED	FORM 10K
LAKE SHORE MINES LIMITED	PRESS RELEASE
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LENORA EXPLORATIONS LTD.	PRESS RELEASE
LITTLE LONG LAC GOLD MINES LIMITED	PRESS RELEASE
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LYNX-CANADA EXPLORATIONS LTD.	T.S.E. MATERIAL
M.S.M. MARKETING LTD.	AUD. ANN. FIN. STMT.
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MACQUEST RESOURCES LTD.	PRESS RELEASE
MAGELLAN PETROLEUM CORPORATION	PROSPECTUS
MAJESTIC CONTRACTORS LIMITED	ANNUAL REPORT
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MAJESTIC CONTRACTORS LIMITED	SHRHLDRS. MTNG. MAT.
MANSON CREEK RESOURCES LTD.	ANNUAL REPORT
MAYLAC GOLD MINES LIMITED	RULING/ORDER/REASONS
MCLEAN BUDDEN BALANCED FUND	ANNUAL REPORT
MD GROWTH INVESTMENTS LIMITED	AUD. ANN. FIN. STMT.
MEGALODE RESOURCES INC.	IFS 8 MN FE 29 84
MELCOR DEVELOPMENTS LTD.	ANNUAL REPORT
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MITEL CORPORATION	PRESS RELEASE
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MOBIL CORPORATION	PRESS RELEASE
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MONTREAL TRUSTCO INC.	ANNUAL REPORT
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NB COOK CORPORATION LTD.	IFS 9 MN FE 29 84
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ST. LUCIE EXPLORATION COMPANY LIMITED	IFS 3 MN JA 31 84

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YORBEAU RESOURCES INC.	ADDRESS CHANGE
YORBEAU RESOURCES INC.	PRESS RELEASE
YVANEX DEVELOPMENTS LIMITED	PRESS RELEASE

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THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE



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## CHAPTER 1

### NOTICES/PRESS RELEASES

#### 1.1 NOTICES

##### 1.1.1 INTERIM OSC POLICY 1.3

A number of corporations have authorized a class of shares, in addition to the class of common shares, the principal terms of which may be determined by the corporation's board of directors without further reference to the shareholders. The board of directors may be empowered to issue such shares in series and to establish the terms of each series, including the dividend rate, redemption, conversion or participation provisions and voting rights.

Policy 1.3 requires, among other things, that restricted shares be appropriately described in reporting issuer disclosure documentation and offering documents. Interim OSC Policy 1.3 provides, in part, for protective provisions in the event of a take-over bid and minority approval for the creation and distribution of restricted shares.

Concern has been expressed to the Commission that an issuer might effectively avoid the intent of the foregoing policies by issuing shares from the class of authorized and unissued shares. For instance, a corporation might sell common shares to the public by way of prospectus and some time thereafter issue voting shares for nominal consideration or with multiple voting rights that have the effect of changing the common shares into restricted shares.

The Commission wishes to make it clear that its policies apply to the foregoing share issuances. In particular, shares that have the effect of changing common shares into restricted shares may not be issued in the absence of protective provisions and minority approval. Issuers are invited to consult with the Director regarding the application of the restricted share policies to the issuance of shares with voting rights where the directors are empowered to establish the terms without reference to the shareholders.



## 1.2 PUBLIC HEARING ON RESTRICTED SHARES

1.1 Public Hearing on Restricted Shares - June 7-8, 1984

The Ontario Securities Commission will hold a public hearing commencing on Thursday, June 7, 1984 at 10:00 a.m. at the Commission's offices in the Harry S. Bray Hearing Room to consider the issues raised in the Commission's Position Paper on Restricted Shares which was published on March 2, 1984, and Interim OSC Policy 1.3 which was published on March 6, 1984. Invitations to participate in the hearing have been extended to the other securities administrators.

Those wishing to appear at the hearing in person or through counsel are requested to advise the Secretary to the Commission (416-963-0216) of their intention to do so and the approximate time required no later than June 1, 1984 so that a schedule of appearances may be prepared. In light of the extensive written submissions made, the Commission requests that oral comments not exceed one-half hour. Written submissions may be made to supplement oral submissions.





## CHAPTER 2

### DECISIONS, ORDERS AND RULINGS

#### 2.1 OAKWOOD PETROLEUMS LTD.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF OAKWOOD PETROLEUMS LTD.

#### ORDER (Section 124)

UPON the Ontario Securities Commission (the "Commission") having held a hearing on April 2, 1984 pursuant to section 124 of the Securities Act, R.S.O. 1980, c.466 (the "Act") to consider whether it was in the public interest to order pursuant to section 124(1) of the Act that the exemption contained in subsection 71(1)(g) not apply in relation to the distribution of a dividend in specie (the "Dividend in Specie") which was declared by Oakwood Petroleum Ltd. ("Oakwood") on the 20th day of December, 1983;

AND UPON it being represented to the Commission that:

- a) Oakwood is incorporated under the Canada Business Corporations Act and its shares are listed and posted for trading on the Toronto Stock Exchange, the Albert Stock Exchange and the Montreal Exchange.
- b) Oakwood is a reporting issuer under the Act.
- c) American Oakwood Energy Ltd. ("American Oakwood") as at December 19, 1983 was a 65% owned subsidiary of Oakwood and is also a reporting issuer under the Act.
- d) American Oakwood is incorporated under the Companies Act of Alberta and its shares are listed and posted for trading on the Alberta Stock Exchange.
- e) On the 20th of December, 1983, by private placement, Oakwood subscribed for 8,720,695 common shares of American Oakwood at an issue price of \$0.12 per share for a total consideration of approximately one million dollars, (the "Placement").
- f) On the 20th of December, 1983, Oakwood agreed to accept 2,847,192 Convertible Preferred Shares, Series "A" of American Oakwood in

settlement of approximately 28.5 million dollars of debt due by American Oakwood to Oakwood.

- g) Following the Placement, Oakwood was the owner of a total of 12,359,010 shares of a total of 14,318,102 or 86% of the issued shares of American Oakwood.
- h) On the 20th of December, 1983, Oakwood declared a dividend in specie of all of the 12,359,010 American Oakwood shares owned by it to its common shareholders and its Class "A" non-voting shareholders. The dividend in specie was payable on a one for one basis to each such shareholder of record December 30, 1983.

AND UPON the Commission considering the allegations set out in a Notice of Hearing dated the 24th day of February, 1984;

THE COMMISSION HEREBY ORDERS, pursuant to section 124 of the Act, that the exemption contained in section 71(1)(g) be denied to Oakwood in relation to the Dividend in Specie unless the delivery by Oakwood to its shareholders of securities of American Oakwood be accompanied by:

- (i) An Annual Report for American Oakwood for 1983, containing information substantially similar to the information contained in the 1982 Annual Report;
- (ii) the information circular for the 1983 annual meeting of American Oakwood;
- (iii) such further information as the staff of the Commission considers necessary to adequately inform the marketplace as to the business and affairs of American Oakwood.

April 2nd, 1984.

"Peter J. Dey"

"J. W. Blain"

"E. S. Miles"

## 2.2 BELLEVUE MOBILE &amp; MOTOR HOMES LIMITED/519918 ONTARIO LIMITED

Headnote

Section 73 - distribution of shares to tenants concurrently with issuance of lease is not subject to sections 24 and 52 of the Act - copy of ruling and statement that protections provided by the Act are not available to purchasers be provided and acknowledgement by purchasers be filed with the Commission

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF BELLEVUE MOBILE & MOTOR HOMES LIMITED

AND

IN THE MATTER OF 519918 ONTARIO LIMITED

RULING  
(Section 73)

UPON the application of Bellevue Mobile & Motor Homes Limited ("Bellevue") and 519918 Ontario Limited (the "Company") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that a proposed distribution of Class "A" voting shares and Class "B" non-voting shares of the Company by Bellevue is not subject to sections 24 and 52 of the Act;

AND UPON being advised that:

1. The Company is an Ontario corporation and is not a reporting issuer under the Act;
2. The authorized capital of the Company consists of 100 Class "A" voting shares and 1,303,500 Class "B" non-voting shares (collectively, the "Shares");
3. Bellevue is an Ontario corporation that owns certain lands located in the Township of Cumberland in the Regional Municipality of Ottawa-Carleton in the Province of Ontario (the "Property") which Property is currently being used as a mobile home park with 100 lots which are rented to certain tenants (the "Tenants");
4. Bellevue proposes to transfer the Property to the Company in exchange for all of the authorized Shares of the Company and the amount of \$1,303,500;
5. As part of the agreement regarding the proposed transfer of the Property, Bellevue, at its expense, will take such steps as are necessary to repair the sewage system and septic tanks servicing lots on the Property to the satisfaction of the Medical Officer of Health for the Regional Municipality of Ottawa-Carleton;
6. As part of the agreement regarding the proposed transfer of the Property, the Company will lease to those Tenants wishing to participate the 100

individual lots comprising the Property for a term of 21 years with annual rental based on cash requirements for maintenance, care, alteration and improvement of the Property including servicing of mortgages against the Property. Bellevue will transfer to each such Tenant one Class "A" voting share of the Company and one Class "B" non-voting share of the Company for each \$1.00 of purchase price of the Property attributable to the individual lot which is leased by such Tenant.

7. An aggregate consideration of \$1,303,500 in respect of the transfer of the Property and distribution of the Shares of the Company to lessees will be paid to Bellevue approximately as follows:
  - (a) \$466,000 by the assumption by the Company of an existing first mortgage against the Property;
  - (b) \$325,000 from the proceeds of a second mortgage against the Property;
  - (c) \$343,355 by a third mortgage against the Property in favour of Bellevue; and
  - (d) \$169,145 in cash from Tenants for the transfer of the Shares of the Company concurrently with the lease of the individual lots comprising the Property;
8. The Shares of the Company shall not be transferred without the concurrent assignment of the lease to which the shareholder is lessee and no lease shall be assigned without the concurrent transfer of the Shares held by the lessee;
9. The Company will send to each holder of Shares entitled to notice of a meeting of shareholders an information circular as defined in subsection 83(a) of the Act;
10. The Company will prepare and deliver to each holder of Shares comparative financial statements accompanied by a report of the auditor of the Company annually in accordance with sections 77 and 78 of the Act as if the Company was a reporting issuer and interim financial statements to the end of the six-month period of the current financial year in accordance with sections 76 and 78 of the Act as if the Company was a reporting issuer;
11. Unless the repairs to the sewage system and septic tanks referred to in paragraph 5 of this ruling are made on or before the second day of May, 1984, tenants of 50 of the lots will be required to vacate pursuant to an Order of the Supreme Court of Ontario;
12. All of the existing Tenants of the Property have been provided with a notice of the application which is the subject of this ruling and no objections have been received by the Commission;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the distribution by Bellevue of the Shares of the Company is not subject to sections 24 and 52 of the Act provided that:

1. Trades in the Shares of the Company are conditional upon a concurrent assignment by the shareholder of his lease in respect of a lot on the Property;

2. Bellevue shall provide to each purchaser of the Shares a copy of this ruling together with a statement (the "Statement") that as a consequence of this ruling certain protections, rights and remedies provided by the Act, including rights of rescission and damages, will be unavailable to such purchasers; and
3. Bellevue shall obtain from each of the purchasers of the Shares and shall file with the Commission a written acknowledgement that each such purchaser:
  - (a) has received a copy of this ruling and of the Statement;
  - (b) is aware of the limitations imposed by this ruling upon the disposition by the purchasers of the Shares which are the subject of this ruling; and
  - (c) waives the protections, rights and remedies referred to in the Statement to the extent that they otherwise may have been available to the purchasers.

May 1, 1984.

"J. W. Blain"

"Frank Iacobucci"



## 2.3 THE CONSUMERS' GAS COMPANY LTD.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C.466

AND

IN THE MATTER OF THE CONSUMERS' GAS COMPANY LTD.

ORDER

(Section 117(2) (a) (ii))

UPON the application received in completed form on March 16, 1984, of HIRAM WALKER RESOURCES LTD. (the "Applicant"), a company incorporated under the laws of the Province of Ontario, made on behalf of THE CONSUMERS' GAS COMPANY LTD. (the "Issuer"), a company incorporated under the laws of the Province of Ontario, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Applicant having submitted to the Commission a list of affiliated companies of the Issuer which it represents as disclosing all major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates") (Exhibit "A");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2) (a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;



3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Applicant shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Applicant shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

May 2nd, 1984.

"John F. Leybourne"

Schedule dated March 7, 1984 to the Order  
of the Ontario Securities Commission

Major Subsidiaries and Major Affiliates

1. Hiram Walker Resources Ltd.

## 2.4 PETER F. DALTON/MIDLAND DOHERTY FINANCIAL CORPORATION

Headnote

Section 73 - distribution of 16,151 common shares of Midland Doherty Financial Corporation by former employee who has held shares for over three-quarters of applicable hold period permitted

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PETER F. DALTON

AND

IN THE MATTER OF MIDLAND DOHERTY FINANCIAL CORPORATION

RULING  
(Section 73)

UPON the application of Peter F. Dalton ("Dalton") to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for a ruling permitting the sale through the facilities of The Toronto Stock Exchange of 16,151 common shares of Midland Doherty Financial Corporation ("MDF");

AND UPON Dalton have represented to the Commission that:

- A. from May, 1971 until he resigned in November, 1983 from his position as a Director and Vice-President of Midland Doherty Limited ("Midland"), Dalton was an employee of Midland, a wholly-owned subsidiary of MDF;
- B. prior to March 28, 1983, Midland had outstanding 953,400 Class B participating voting shares without par value (the "Class B Shares"), all of which were owned by employees, former employees, directors and senior officers of Midland or persons approved by The Toronto Stock Exchange;
- C. pursuant to a reorganization (the "Reorganization") on March 28, 1983 MDF acquired all of the Class B Shares and certain debentures of Midland International Limited owned by holders of the Class B Shares in return for 4,269,474 common shares of MDF;
- D. as a result of the Reorganization Dalton became the holder of 16,151 common shares of MDF which represent approximately 0.3% of all the outstanding common shares of MDF;
- E. pursuant to a ruling of the Commission dated March 14, 1983 trading in the common shares of MDF acquired pursuant to the Reorganization is restricted until June 29, 1984 such that a trade of any of the common shares to other than an employee, former employee, director or officer of Midland or one of certain persons approved by The Toronto Stock Exchange is a distribution;

F. Dalton has no present connection with Midland or MDF other than as a shareholder thereof;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act, that section 52 of the Act does not apply to any trade through the facilities of The Toronto Stock Exchange by Dalton of any of the 16,151 common shares of MDF held by him.

April 30, 1984.

"Peter J. Dey"

"J. W. Blain"

## 2.5 DAON DEVELOPMENT CORPORATION AND DAON CORPORATION

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF DAON DEVELOPMENT CORPORATION

AND

IN THE MATTER OF DAON CORPORATION

ORDER  
(Section 140)

UPON the application of Daon Development Corporation ("Daon") and Daon Corporation, an indirect wholly-owned subsidiary of Daon, to the Ontario Securities Commission (the "Commission") pursuant to section 140 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for an order varying and restating a Ruling (the "Ruling") dated November 15, 1983 granted by the Commission pursuant to section 73 of the Act providing that certain proposed issuances by Daon of its securities in connection with a plan of financial restructuring of Daon and Daon Corporation are not subject to section 24 or 52 of the Act;

AND UPON reading the application, the material filed therewith and the recommendations of staff of the Commission;

AND UPON being satisfied that so to order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 140 of the Act that the Ruling be varied and restated as follows, to have effect from the date hereof:

"UPON the application of Daon Development Corporation ("Daon") and Daon Corporation, an indirect wholly-owned subsidiary of Daon, to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for a ruling in respect of certain proposed issuances by Daon and by Daon Corporation of their securities in connection with the plan of financial restructuring (the "Financial Restructuring") of Daon and Daon Corporation described in the information circular of Daon dated September 21, 1983 (the "Information Circular");

AND UPON it being represented to the Commission that:

1. Pursuant to the Financial Restructuring and the loan modification plans (the "Plans") between Daon and certain of its creditors (the "Daon Canada Plan") and between Daon Corporation and certain of its creditors (the "Daon U. S. Plan"), which are part of the Financial Restructuring:

(a) Daon proposes to:

- (i) issue common shares ("Common Shares") and restricted dividend shares ("Restricted Dividend Shares") of Daon and warrants ("Warrants") to purchase Common Shares to holders of certain classes of its shares and to or for the benefit of its

debentureholders and certain of its creditors under the Daon Canada Plan and to or for the benefit of certain securityholders and creditors of Daon Corporation under the Daon U. S. Plan in connection with the satisfaction of arrears of dividends, future dividends, principal, arrears of interest, future interest and deficiencies or estimated deficiencies owing or to be owing to such shareholders, debentureholders, securityholders and creditors;

- (ii) issue Common Shares and Warrants in exchange for series A preferred shares ("Series A Preferred Shares") and series B preferred shares ("Series B Preferred Shares") (collectively "Preferred Shares") of Daon Corporation, respectively, pursuant to an exchange agreement (the "Exchange Agreement") between Daon, Daon Corporation and certain participants in the Daon U. S. Plan;
  - (iii) issue Common Shares to certain classes of its debentureholders and to holders of certain classes of its shares who elect to convert or exchange their securities into or for Common Shares pursuant to the rights of conversion or exchange to be attached to such securities as part of the Financial Restructuring; and
  - (iv) issue Common Shares to holders of Warrants upon exercise of such Warrants; and
- (b) Daon Corporation proposes to issue Preferred Shares to or for the benefit of certain securityholders and creditors of Daon Corporation under the Daon U. S. Plan in connection with the satisfaction of arrears of interest, future interest and deficiencies owing or to be owing to such securityholders and creditors;

2. The Daon Canada Plan and the Common Shares to be issued to shareholders under 1(a)(i) above and to be issued under 1(a)(iii) above are to be given effect as a plan of arrangement (the "Arrangement") pursuant to the Companies' Creditors Arrangement Act (Canada) and the Company Act (British Columbia) to become effective when the Registrar of Companies for British Columbia accepts for filing an Order dated November 3, 1983 of the Supreme Court of British Columbia sanctioning and approving the Arrangement, which Order, pursuant to the Arrangement, will not be submitted for filing until the conditions to the effectiveness of the Plans have been fulfilled or waived, and, in connection therewith, the Arrangement has been approved by the debentureholders and the shareholders of Daon at meetings called for that purpose and, in connection with such meetings, the Information Circular, containing prospectus-like disclosure relating to the Financial Restructuring and to Daon, has been mailed to such debentureholders and shareholders; and
3. The Toronto Stock Exchange has conditionally approved the listing of the Common Shares and the Restricted Dividend Shares;

AND UPON reading the application, the material filed therewith and the recommendations of staff of the Commission;

AND UPON being satisfied that so to rule would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that:

- (a) the issuance by Daon, pursuant to the Plans and the Financial Restructuring, of:



- (i) Common Shares, Restricted Dividend Shares and Warrants to holders of certain classes of its shares and to or for the benefit of its debentureholders and certain of its creditors under the Daon Canada Plan and to or for the benefit of certain securityholders and creditors of Daon Corporation under the Daon U. S. Plan in connection with the satisfaction of arrears of dividends, future dividends, principal, arrears of interest, future interest and deficiencies or estimated deficiencies owing or to be owing to such shareholders, debentureholders, securityholders and creditors;
  - (ii) Common Shares and Warrants in exchange for Series A Preferred Shares and Series B Preferred Shares, respectively, pursuant to the Exchange Agreement;
  - (iii) Common Shares to certain classes of its debentureholders and to holders of certain classes of its shares who elect to convert or exchange their securities into or for Common Shares pursuant to the rights of conversion or exchange to be attached to such securities; and
  - (iv) Common Shares to holders of Warrants upon exercise of such Warrants; and
- (b) the issuance by Daon Corporation, pursuant to the Daon U. S. Plan and the Financial Restructuring, of Preferred Shares to or for the benefit of certain securityholders and creditors of Daon Corporation under the Daon U. S. Plan in connection with the satisfaction of arrears of interest, future interest and deficiencies owing or to be owing to such securityholders and creditors;

are not subject to section 24 or 52 of the Act, provided that the first trade in any Common Share, Restricted Dividend Share, Preferred Share or Warrant acquired pursuant to this Ruling by such shareholders, debentureholders, securityholders, creditors and holders of Warrants, other than a further trade exempted by the Act or the Regulation thereunder, shall be deemed to be a distribution unless at the time of such first trade:

- (i) Daon has been a reporting issuer for at least twelve months for purposes of the Act;
- (ii) if the vendor in respect of such first trade is in a special relationship with Daon as defined in subsection 75(3) of the Act, the vendor has reasonable grounds to believe that Daon is not in default of any requirement of the Act or the Regulation thereunder (except that for purposes of establishing such grounds the vendor may rely on the list of defaulting reporting issuers maintained by the Commission unless the vendor knows or ought reasonably to know that Daon is in default of any requirement of the Act or the Regulation thereunder);
- (iii) no unusual effort is made to prepare the market or to create a demand for such securities and no extraordinary commission or consideration is paid in respect of such first trade;
- (iv) such first trade is not a distribution as defined in subparagraph 1(1)11(iii) of the Act; and
- (v) if such first trade is a trade in any Series A Preferred Share or Series B Preferred Share, such first trade is made in connection with an exchange of such Series A Preferred Share or Series B Preferred Share for a Common Share or a Warrant, respectively, pursuant to the Exchange Agreement;



and for purposes of this Ruling:

- (1) an "unusual effort to prepare the market or to create a demand for securities" takes place if one or more of the following activities is engaged in by or on behalf of the vendor of the securities:
  - (i) the dissemination to prospective purchasers of material soliciting orders to purchase, unless the material consists only of a letter or communication identifying the securities being sold and advising that they are available, which letter or communication may comprise, or be accompanied by either or both of:
    - (A) a document or documents prepared pursuant to statute or regulation primarily for some other purpose, such as an annual report, an interim report, an information circular, a take-over bid circular, an issuer bid circular or a prospectus, or
    - (B) an offering memorandum under which a contractual right of action is available;
  - (ii) the formation of a selling group or any similar arrangement to co-ordinate the efforts of more than one registrant to effect the sale;
  - (iii) the implementation of any transaction or sequence of transactions, plan or other arrangement to manipulate or adjust the market price of the securities, but price stabilization activities reasonably necessary for the maintenance of an orderly market and not going beyond what is accepted on the market where the activities occur shall not be considered to constitute such an arrangement;
  - (iv) any sales effort that is illegal or improper by the standards of the market in which it is made or involves the communication of false or misleading information; and
  - (v) the making of a sale to a purchaser with whom the vendor is not dealing at arm's length, in order to put the purchaser in a position where the purchaser may re-sell the securities free of constraints to which the vendor was subject;

and if a transaction is effected in a jurisdiction other than Ontario, registrant means a person or company registered to trade in securities in that jurisdiction; and

- (2) an "extraordinary commission or consideration is paid in respect of a trade" if:
  - (i) the trade is effected on an agency basis and the aggregate compensation paid to the registrant through whom the securities are sold is greater than customary in agency transactions of similar size involving similar securities in the relevant market;
  - (ii) the trade is effected through a stock exchange or other market in which it is customary for registrants to trade on an agency basis but the securities are instead sold by the vendor to another registrant acting as principal if the sale was prearranged to avoid the operation of subclause (i); or
  - (iii) the trade is effected through the sale of the securities by the vendor to a registrant and the excess of the then market value of the particular securities over the price paid is greater than customary

in principal transactions of similar size involving similar securities in the relevant market;

and if a transaction is effected in a jurisdiction other than Ontario, registrant means a person or company registered to trade in securities in that jurisdiction."

April 26, 1984.

"A. T. Holland"

"J. W. Blain"

## 2.6 S. F. CERNY/BAY MILLS LIMITED DEFERRED PROFIT SHARING PLAN/ET AL

HeadnoteKey Words

Subparagraph 1(1)11(iii) and subsections 71(7) and 71(5) of the Act

Text

The Applicant, Chairman of the Board, Chief Executive Officer and controlling shareholder of Bay Mills Limited, applied for a ruling pursuant to section 73 of the Act to exempt certain trades in common shares of Bay Mills Limited owned by the Applicant from the registration and prospectus requirements of sections 24 and 52 of the Act. The requested ruling, respecting trades with designated employees, officers and directors of Bay Mills Limited and its subsidiaries, was granted subject to compliance with subsection 71(5) of the Act.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF STEVEN F. CERNY,  
THE BAY MILLS LIMITED DEFERRED PROFIT SHARING PLAN,  
AND CERTAIN DIRECTORS,  
OFFICERS AND EMPLOYEES OF BAY MILLS LIMITED  
AND ITS SUBSIDIARIES

RULING  
(Section 73)

UPON the application of Steven F. Cerny ("Cerny") for a ruling by the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that sections 24 and 52 of the Act do not apply to certain intended trades in the issued common shares of Bay Mills Limited (the "Company");

AND UPON it appearing to the Commission that:

- (a) the Company is a corporation continued under the Canada Business Corporations Act and is a reporting issuer within the meaning of the Act which is not in default of any requirement of the Act or the regulations;
- (b) the issued common shares without nominal or par value ("Shares") of the Company are listed and posted for trading on The Toronto Stock Exchange;
- (c) Cerny is a director, the Chairman of the Board and the Chief Executive Officer of the Company and owns, directly or indirectly, or exercises control or direction over 354,047 Shares representing approximately 32.5% of the Company's issued voting securities;

- (d) Cerny has agreed to sell, and the persons named below (each of whom is a director, officer or employee of the Company or one of its subsidiaries) and the Company's deferred profit sharing plan have agreed to buy, the number of Shares indicated below at a price of \$12.00 per Share, conditional upon the making of this ruling on or before April 30, 1984:

<u>Purchaser's Name</u> <u>and Position</u>	<u>Number of Shares</u>
Bay Mills Limited Deferred Profit Sharing Plan	7,125
Felix J. Kurschner Officer	6,000
Stephen R. Scotchmer Director & Officer	5,000
Zoltan D. Simo Director	5,000
Donald E. Minchin Officer	4,375
Terrence O'Connor Employee	2,400
E. John Finn Director	1,400
Ian Cooper Officer	1,000
Anthony G. Farrell Officer	500
Gary Payne Employee	500
Don Kerr Employee	400
Viola Hersom Employee	200
Roy Shoosmith Employee	<u>100</u>
	34,000

- (e) the intended trades referred to in paragraph (d) above constitute a distribution within the meaning of subparagraph 1(1)11(iii) of the Act; and
- (f) it would be impractical in the circumstances for the intended trades to be made in reliance upon the exemptions from the prospectus requirements of section 52 contained in subsection 71(7) of the Act or in reliance upon the exemptions from the registration requirements of section 24 of the Act;

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest;

IT IS RULED pursuant to section 73 of the Act that sections 24 and 52 of the Act do not apply to the intended trades of Shares described in paragraph (d) above, provided that:

- (i) the first trade in such Shares by each purchaser named in paragraph (d) above shall be subject to subsection 71(5) of the Act to the same extent as if that subsection expressly referred to the initial trade to each such purchaser; and
- (ii) Cerny shall advise the Commission in writing forthwith after the trades described in paragraph (d) above have been effected, which shall be sufficient compliance with clause 71(5)(b) of the Act for the purposes of this ruling.

April 27, 1984.

"Peter J. Dey"

"J. W. Blain"

2.7 ANDROCK INC.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF ANDROCK INC.

ORDER  
(Section 79(a)(i))

UPON the application of ANDROCK INC. (the "Issuer") a corporation incorporated under the laws of Ontario, to the Ontario Securities Commission, for an order permitting it to omit from its interim financial statements for each of the fiscal periods ending April 30, 1984 and July 31, 1984, and to omit from its annual financial statement for the period ending October 31, 1984, required to be filed under Part XVII of the Securities Act, R.S.O. 1980, c.466 (the "Act"), the comparative financial statement for each of the corresponding periods in 1983;

AND UPON being advised that a change has occurred in the date of the end of the Issuer's financial year;

AND UPON being advised that as of the beginning of the second financial quarter a substantial change in the nature of the Issuer's business occurred resulting from an amalgamation;

AND UPON being advised that comparative financial statements would therefore be difficult to prepare and would likely be confusing or misleading;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to the provisions of section 79(a)(i) of the Act that the Issuer be and is hereby permitted to omit from the financial statement for each of the fiscal periods ending April 30, 1984, July 31, 1984 and October 31, 1984, the financial statement for each of the corresponding fiscal periods ending in 1983.

May 7th, 1984.

"E. S. Miles"

"J. W. Blain"



## 2.8 DOME MINES LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF DOME MINES LIMITED

ORDER

(Sections 140 and 117(2) (a) (ii))

UPON the application received in completed form on April 16, 1984 from Dome Mines Limited, a corporation incorporated under the laws of Canada (the "Corporation"), to the Ontario Securities Commission (the "Commission") for an order pursuant to section 140 of the Securities Act, R.S.O. 1980, c.466 (the "Act") revoking an Order made on February 20, 1968, under subsection (1) (b) of section 116 of the Securities Act, 1966, (the "1968 Order"), and for an order granting exemptions pursuant to subsection (2) of section 117 of the Act and in accordance with Commission Policy No. 10.1;

AND UPON it being represented to the Commission that:

1. Certain of the insiders of the Corporation are required to file insider reports with the Securities and Exchange Commission of the United States (the "S.E.C.");
2. Application is being made by the Corporation to, inter alia, the Department of Consumer and Corporate Affairs (Canada) (the "Department") for an order permitting the aforesaid insiders to file therewith insider reports in the forms prescribed under the Securities Exchange Act of 1934 (the "1934 Act") instead of the forms prescribed under the Canada Business Corporations Act (the "C.B.C.A.");
3. If the aforesaid order is granted by the Department, certain other insiders who are not required to file insider reports with the S.E.C. will continue to file with the Department insider reports in the forms prescribed under the C.B.C.A. and will continue to file with the Commission, pursuant to subsection 117(1) of the Securities Act and Commission Policy 7.1, the C.B.C.A. forms of insider reports;

AND UPON the Corporation having submitted to the Commission a list of its subsidiary corporations which it represents as all of its major subsidiaries within the meaning of Commission Policy 10.1 (the "Major Subsidiaries"), as set out in Exhibit A hereto;

AND UPON the Commission being satisfied that to revoke the 1968 Order would not be prejudicial to the public interest;

IT IS ORDERED THAT the 1968 Order is hereby revoked;

IT IS FURTHER ORDERED THAT all present and future insiders of the Corporation who are required to file insider reports with the S.E.C. pursuant to the 1934 Act are exempted from the requirement to file with the Commission the forms of insider reports prescribed under sections 102 and 103 of the Act provided that they file with the Commission, within the time limitations prescribed by sections 102 and 103 of the Act, manually signed copies of the

forms of insider reports prescribed under the 1934 Act and filed with the S.E.C. in lieu of the forms of insider reports prescribed under the Act;

IT IS FURTHER ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries of the Corporation, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Corporation;

IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries of the Corporation:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Corporation prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries;
3. who are or become insiders of the Corporation by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Corporation shall maintain a continuous review of the senior officers and directors of its subsidiary companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Corporation shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any subsidiary is or is not exempted by this Order.

May 2nd, 1984.

"E. S. Miles"

"J. W. Blain"

Exhibit A

Dome Mines Limited

Major Subsidiaries

Dome Mines Investments Limited

Campbell Red Lake Mines Limited

Sigma Mines (Quebec) Limited

## 2.9 TIE/TELECOMMUNICATIONS CANADA LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C.466

AND

IN THE MATTER OF TIE/TELECOMMUNICATIONS CANADA LIMITED

ORDER  
(Section 117(2) (a) (ii))

UPON the application received in completed form on April 19, 1984, of TIE/TELECOMMUNICATIONS CANADA LIMITED (the "Issuer"), a company incorporated pursuant to the Canada Business Corporation Act on December 4, 1980, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2) (a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;

3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Issuer shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Issuer shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

May 2nd, 1984.

"John F. Leybourne"

#### Schedule of Major Affiliate and Major Subsidiary

1. TIE/communications, Inc.
2. TIE/communications Canada, Inc.

2.10 AMCO INDUSTRIAL HOLDINGS LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF AMCO INDUSTRIAL HOLDINGS LIMITED

ORDER  
(Section 79(a)(i))

UPON the application of AMCO INDUSTRIAL HOLDINGS LIMITED (the "Issuer"), a company incorporated under the laws of Ontario, to the Ontario Securities Commission, for an order permitting it to omit from its financial statement for the year ended December 31, 1983 required to be filed under Part XVII of the Securities Act, R.S.O. 1980, c.466 (the "Act"), the comparative financial statement for December 31, 1982;

AND UPON being advised that a reorganization of the Issuer has resulted in a significant change in the nature of the business of the Issuer and the provision of financial statements on a comparative basis for the year ended December 31, 1983 would be misleading both to the Issuer's existing shareholders and potential investors;

AND UPON being satisfied that to do so would not be prejudicial to the public interest;

IT IS ORDERED pursuant to the provisions of section 79(a)(i) of the Act that the Issuer be and is hereby permitted to omit the financial statement for the fiscal period ended December 31, 1982 from the financial statement for the corresponding fiscal period ending December 31, 1983.

May 3rd, 1984.

"E. S. Miles"

"J. W. Blain"



2.11 OCEANUS INDUSTRIES (BAHAMAS) LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF THE ONTARIO BUSINESS CORPORATIONS ACT,  
R.S.O. 1982, C.4

AND

IN THE MATTER OF OCEANUS INDUSTRIES (BAHAMAS) LIMITED

ORDER

(Securities Act - Section 82 &  
Ontario Business Corporations Act - Section 1(6))

UPON the application, received and perfected March 9, 1984 of OCEANUS INDUSTRIES (BAHAMAS) LIMITED a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466, (the "Act") and section 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4;

AND UPON it being represented that OCEANUS INDUSTRIES (BAHAMAS) LIMITED now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

IT IS ORDERED pursuant to section 82 of the Securities Act, R.S.O. 1980, c.466 that OCEANUS INDUSTRIES (BAHAMAS) LIMITED be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

AND IT IS FURTHER ORDERED pursuant to subsection 1(6) of the Ontario Business Corporations Act, R.S.O. 1982, c.4 that OCEANUS INDUSTRIES (BAHAMAS) LIMITED be and hereby is deemed to have ceased to be offering its securities to the public for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

May 7th, 1984.

"Frank Iacobucci"

"J. W. Blain"



## 2.12 PETRO-CANADA PRODUCTS INC.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C.466

AND

IN THE MATTER OF PETRO-CANADA PRODUCTS INC.

ORDER  
(Section 117(2)(a)(ii))

UPON the application received in completed form on May 2, 1984, of PETRO-CANADA PRODUCTS INC. (the "Issuer"), a company incorporated pursuant to the Canada Business Corporations Act by Articles of Arrangement and Certificate of Amendment effective February 28, 1983, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2)(a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;

3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Issuer shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Issuer shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

May 4th, 1984.

"John F. Leybourne"

Schedule "A"

Major Affiliates of Petro-Canada Products Inc.

1. Petro-Canada
2. Petro-Canada Inc.

## 2.13 SCURRY RAINBOW OIL LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C.466

AND

IN THE MATTER OF SCURRY RAINBOW OIL LIMITED

ORDER  
(Section 117(2) (a) (ii))

UPON the application received in completed form on March 16, 1984, of HIRAM WALKER RESOURCES LTD. (the "Applicant"), a company incorporated under the laws of the Province of Alberta, made on behalf of SCURRY RAINBOW OIL LIMITED (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 105 of the Act;

AND UPON the Applicant having submitted to the Commission a list of affiliated companies of the Issuer which it represents as disclosing all major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates") (Exhibit "A");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2) (a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 105 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;

3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Applicant shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Applicant shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

May 4th, 1984.

"John F. Leybourne"

Schedule dated March 7, 1984 to the Order  
of the Ontario Securities Commission

Major Subsidiaries and Major Affiliates

1. Hiram Walker Resources Ltd.
2. Walker-Home Oil Ltd.
3. Home Oil Company Limited

## 2.14 ARC INTERNATIONAL CORPORATION

Headnote

Section 73 - Issuance of shares to creditors not subject to sections 24 and 52 - first trades in accordance with subsection 71(5) - copies of ruling and statement that protections provided by the Act not available to creditors to be provided to creditors - acknowledgement by creditors to be filed with the Commission -

- Granting of options to optionees as consideration for past services and loans not subject to sections 24 and 52 - first trades in accordance with subsection 71(5) information required by Form 20 to be filed within 10 days

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF ARC INTERNATIONAL CORPORATION

RULING  
(Section 73)

UPON the application of ARC International Corporation ("ARC"), formerly Associated Recreation Corp., to the Ontario Securities Commission (the "Commission"), for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that:

- (1) the proposed issuance by ARC of 81,750 common shares (the "Common Shares") of ARC to certain creditors of ARC (the "Creditors"); and
- (2) the proposed grant by ARC of options to purchase Common Shares of ARC (the "Options") to the optionees (the "Optionees");

are not subject to section 24 or 52 of the Act;

AND UPON reading the application and the recommendation of the staff of the Commission;

AND UPON it appearing to the Commission that:

- (a) ARC is an Ontario corporation which is a reporting issuer under the Act not in default of any requirements of the Act or the regulations made thereunder (the "Regulation");
- (b) the authorized capital of ARC consists of 10,000,000 Common Shares and 5,000,000 special shares designated as Preference Shares, of which 2,774,329 Common Shares and no Preference Shares were issued and outstanding as at August 31, 1983;
- (c) on June 1, 1980 ARC issued 12% Series A convertible debentures (the "Debentures") to the Creditors in an aggregate principal amount of \$450,000;



- (d) as at August 31, 1983 the accrued and outstanding interest (the "Interest") on the Debentures amounted to \$163,500;
- (e) by resolution of the board of directors of ARC dated September 7, 1983 ARC conditionally allotted and issued 81,750 Common Shares to the Creditors in full satisfaction of the payment of the Interest;
- (f) 19,500 of the allotted Common Shares were issued to a Creditor (the "Exempt Creditor") pursuant to a registration and prospectus exemption under the Act;
- (g) by resolution of the board of directors of ARC dated April 15, 1983 in the case of 546860 Ontario Limited, and August 31, 1983 in the case of the remaining Optionees, ARC conditionally granted Options to purchase an aggregate of 150,000 Common Shares to the Optionees;
- (h) the Options are being granted as consideration for the past services contributed to ARC by the Optionees or for loans made by the Optionees for which they have not received cash consideration; and
- (i) the Creditors, other than the Exempt Creditor, (the "Non-Exempt Creditors") and the Optionees are at arm's length from ARC;

AND UPON being satisfied that to make this Ruling would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to section 73 of the Act that:

- (1) the proposed issuance of Common Shares of ARC to the Non-Exempt Creditors in the amounts set out in Schedule A to this Ruling in satisfaction of the accrued and outstanding interest owed them on the Debentures as at August 31, 1983 is not subject to section 24 or 52 of the Act provided that:
  - (a) the first trade in each of the Common Shares issued to the Non-Exempt Creditors pursuant to this Ruling shall be made in accordance with the provisions of subsection 71(5) of the Act and section 18a of the Regulation as if such Common Shares had been acquired pursuant to one of the exemptions referred to in subsection 71(5) of the Act;
  - (b) ARC shall provide to the Non-Exempt Creditors a copy of this Ruling together with a statement (the "Statement") that as a consequence of this Ruling certain protections, rights and remedies provided by the Act, including rights of rescission and damages, will be unavailable to the Non-Exempt Creditors; and
  - (c) ARC shall obtain from the Non-Exempt Creditors and shall file with the Commission a written acknowledgement that the Non-Exempt Creditors:
    - (i) have received a copy of this Ruling and of the Statement;
    - (ii) are aware of the limitations imposed by this Ruling upon the disposition by the Non-Exempt Creditors of the Common Shares which are the subject of the Ruling; and
    - (iii) waive the protections, rights and remedies referred to in the Statement to the extent that otherwise may have been available to the Non-Exempt Creditors.



- (2) the proposed grant by ARC of Options to the Optionees to purchase Common Shares in the amounts set out in Schedule B to this Ruling is not subject to section 24 or 52 of the Act provided that:
- (a) ARC files with the Commission within 10 days of the granting of this Ruling, a letter providing substantially the same information required in Form 20 as prescribed by the Regulation; and
  - (b) the first trade in the Options acquired by the Optionees shall be made in accordance with the provisions of subsection 71(5) of the Act and section 18a of the Regulation as if such Options had been acquired pursuant to one of the exemptions referred to in subsection 71(5) of the Act.

April 26, 1984

"A. T. Holland"

"J. W. Blain"

SCHEDULE "A"

<u>NAME OF ALLOTTEE</u>	<u>COMMON SHARES PROPOSED TO BE ISSUED</u>
Fiscal Investments Ltd.	13,500
Dr. Seymour Berlin	4,875
Bernard Ross	4,875
Robert W. Bendera	9,750
Peter Gold (In Trust)	29,250

SCHEDULE "B"

<u>NAME OF OPTIONEE</u>	<u>NUMBER OF SHARES SUBJECT TO OPTION</u>
546860 Ontario Limited	100,000
Barry Kaplan	25,000
Lawrence Goodman	25,000



CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS

3.1 REASONS

3.1.1 UNIVERSAL EXPLORATIONS LTD....ET AL

IN THE MATTER OF THE SECURITIES ACT  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF AN AMALGAMATION OF UNIVERSAL  
EXPLORATIONS LTD. AND THE PETROL OIL & GAS  
COMPANY, LIMITED

AND

IN THE MATTER OF UNIVERSAL EXPLORATIONS (83) LTD.

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Hearing: April 13, 1984

Present: J. W. Blain, Q.C. - Vice-Chairman  
E. Stuart Miles - Commissioner  
David C.H. Stanley - Commissioner  
  
Donald J. Buchanan - Counsel, Universal  
Explorations (83)  
Ltd.  
  
Harry A. Malcolmson ) Staff Counsel  
William Brown )

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This is an application brought by Universal Explorations (83) Ltd. ("Universal 83") under section 140 of the Securities Act, R.S.O. 1980, chapter 466 (the "Act"), for the revocation by the Ontario Securities Commission (the "Commission") of the following orders previously issued by the Commission in connection with the proposed amalgamation of Universal Explorations Ltd. ("Universal") and The Petrol Oil & Gas Company, Limited ("Petrol")

(a) orders (the "Cease Trading Orders")

- (i) prohibiting trading in securities of Universal and Petrol for the purpose of giving effect to the proposed amalgamation of Universal and Petrol pursuant to an agreement dated as of September 23, 1981, including the exchange or conversion of securities of Universal or Petrol for securities of the amalgamated company, and
- (ii) prohibiting the trading in securities of any company resulting from the amalgamation of Universal and Petrol,
- (b) an order (the "Listing Prohibition Order") prohibiting the listing of securities of any company resulting from the amalgamation of Universal and Petrol on The Toronto Stock Exchange; and
- (c) orders (the "Withdrawal of Exemption Orders") providing that the exemptions contained in sections 34, 71, 72 and 88 of the Act do not apply to any company resulting from the amalgamation of Universal and Petrol and providing that the exemptions contained in sections 34, 71 and 72 of the Act do not apply to each of Joseph A. Mercier, Donald J. Buchanan, Gerald McGeough and Russell A.L. Nunn (the directors of Universal and Petrol, and now the directors of Universal 83).

On or about August 20, 1981 Universal entered into an agreement with Western Decalta Petroleum (1977) Limited ("Western Decalta") for the purchase by Universal from Western Decalta of 2,595,815 common shares of Petrol, being about 65% of the outstanding common shares of Petrol, for a purchase price to be satisfied by the payment to Western Decalta of \$16,000,000 in cash, the issue and delivery to Western Decalta of a 15% redeemable convertible debenture due December 1, 1982 of Universal in the principal amount of \$6,000,000 and by the issue and delivery to Western Decalta of 3,000,000 common shares of Universal. The transaction of purchase and sale was completed on September 1, 1981.

A joint press release was issued on August 18, 1981 announcing the agreement in principle of Universal and Western Decalta with respect to the purchase by Universal of the common shares of Petrol owned by Western Decalta, which press release stated "Universal has undertaken to make an offer of substantially equivalent value for all other outstanding Petrol shares by way of offering shares in a company to be created by the statutory amalgamation of Universal and Petrol under the Alberta Companies Act". A material change report filed by Petrol under section 74 of the Act repeated the undertaking of Universal contained in the press release.

On September 23, 1981, on which day the shares of Universal closed at \$1.95 on the Alberta Stock Exchange, Universal and Petrol entered into an amalgamation agreement (the "First Agreement"). The First Agreement provided that each one share of Petrol would be converted into one fully paid share in the capital of the amalgamated company and that the shares of Universal would be converted into fully paid shares of the amalgamated company on a four for one basis. It was the First Agreement that prompted the Commission to issue the orders above referred to and which the applicant now seeks to have revoked. The First Agreement was approved by the shareholders of Universal and Petrol and was subsequently approved by the Court of Queen's Bench of the Province of Alberta. However, an appeal was taken from the decision of the Court approving the First Agreement and this appeal was successful on the grounds that the Information Circular provided to shareholders was deficient with respect to certain mining property valuations.

On August 6, 1982, Universal and Petrol entered into another amalgamation agreement (the "Second Agreement"). The Second Agreement provided that the shares of Petrol would be converted into shares of the amalgamated company on a one for one basis and that the shares of Universal would be converted into

shares of the amalgamated company on a five for one basis. The Second Agreement was approved by the shareholders of Petrol and Universal but was not approved by the Court of Queen's Bench of Alberta on the grounds that the audited financial statements included in the Information Circular were not sufficiently current.

On September 29, 1983, Universal and Petrol entered into a third agreement (the "Third Agreement") providing for their amalgamation. The Third Agreement provided that the shares of Petrol would be converted into shares of the amalgamated company on a one for one basis while the shares of Universal would be converted into shares of the amalgamated company on a six for one basis. Although a majority of the minority shares of Petrol represented at the shareholders' meeting called to consider the Third Agreement were voted against the Third Agreement, Universal voted the shares of Petrol owned by it in favour of the Third Agreement and thus ensured shareholder approval. The Third Agreement was approved by the Alberta Court and the amalgamation became effective on November 1, 1983.

Staff of the Commission took the position that the total value of the consideration paid by Universal to Western Decalta on the purchase of the shares of Petrol was \$30,550,000 or approximately \$11.76 per share. Staff arrived at this figure by valuing the 3,000,000 shares of Universal issued to Western Decalta as part of the purchase price at \$2.85 per share based on the fact that on the trading days between August 20, 1981 and September 8, 1981 the closing prices of the shares of Universal on the Alberta Stock Exchange ranged from \$2.70 to \$3.00. While Mr. Buchanan suggested the value of the consideration paid to Western Decalta was a substantially lower figure, Universal itself has fixed the value of such consideration in its financial statements for its fiscal year ended October 31, 1981. Note 2 to these financial statements deals with the acquisition of Petrol and contains the following statement,

"The total consideration paid was comprised of	
Cash	\$ 215,700
Cash, financed by a long-term bank loan	\$16,000,000
15% convertible debenture due December 1, 1982	\$ 6,000,000
3,000,000 Universal common shares	<u>\$ 8,250,000</u>
	<u>\$30,465,700"</u>
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There is accordingly very little difference between the value of the purchase price as determined by the staff of the Commission and as determined by Universal itself.

The Commission was advised that, sometime after October 31, 1982, Petrol purchased from Western Decalta for \$4,000,000 the 15% convertible debenture due December 1, 1982 of Universal issued to Western Decalta. Following the acquisition of the debenture its terms were renegotiated so that

- (i) the due date was extended from December 1, 1982 to January 31, 1985,



- (ii) interest at the stated rate of 15% per annum is payable only on the price paid by Petrol i.e. \$4,000,000 and not on the full face amount of the debenture, except in the case of default, and
- (iii) upon settlement at the due date, 50% of the difference between the face amount of the debenture and the acquisition cost to Petrol will be refunded to Universal.

Note 5 to the financial statements of Petrol for its fiscal year ended October 31, 1983 states "Effective October 31, 1983, the company (Petrol), by agreement with Universal, determined that no interest be charged on the debenture for the year." One may wonder if the purchase of the debenture by Petrol and the subsequent renegotiation of its terms and apparent waiver of interest could be said to be in the best interests of the minority shareholders of Petrol. The subsequent amalgamation of Universal and Petrol has made this matter academic since the debenture would represent debt from one amalgamating company to another which would be eliminated in the amalgamation.

Note 14 to the financial statements of Universal as at and for the period ended July 31, 1983, which were included as part of the information circular sent to shareholders in connection with the meeting to consider the Third Agreement refers to the 3,000,000 shares originally issued to Western Decalta and states "By agreement effective September 22, 1983, the 3,000,000 shares originally issued had been reacquired for a total consideration of \$3,000,000. Of the 3,000,000 shares 1,684,875 were acquired by the company (Universal), 750,000 were acquired by a director of the company and 565,125 were acquired by employees under an employee share purchase plan."

In view of the foregoing facts, it was suggested that the value of the consideration paid by Universal to Western Decalta for the shares of Petrol should be calculated on the basis of the amount actually received by Western Decalta for the convertible debenture and the shares which formed part of the consideration. If this were done the consideration received by Western Decalta would have been about \$8.85 per share. The Commission does not accept this position. The value of the consideration should be determined at the time the transaction is consummated, not at some unknown date in the future based on subsequent events.

Mr. W. B. Carter, the director of the research department of Loewen, Ondaatje, McCutcheon & Company Limited, testified that in his opinion neither the First Agreement nor the Third Agreement represented an amalgamation which provided the minority shareholders of Petrol with an offer of substantially equivalent value. However, Mr. Carter was of the opinion that, since the amalgamation had now been completed, it was in the best interests of all concerned for the orders referred to above to be rescinded.

It would not appear to matter whether the obligations of Universal arise from the fact that the transaction with Western Decalta was one which would give rise to a "follow-up offer" under section 91(1) of the Act or from the undertaking given by Universal to the capital markets in the press release of August 18, 1981 to make an offer of substantially equivalent value to the minority of Petrol by way of an amalgamation. In either case the obligation exists. It may be argued that the original transaction with Western Decalta, which took place entirely outside Ontario, was not a take-over bid as defined in the Act and accordingly would not give rise to a follow-up offer. The Commission considered this situation in Humboldt Energy Corporation. A minute of the decision of the Commission in this matter is published in the Bulletin of February 25, 1983. The minute states:



"The Commission noted that there was some uncertainty in the marketplace as to the circumstances in which the Commission would exercise its powers under the Act, particularly under sections 123 and 124, where there was no "take-over bid" under the Act but where the transaction had a connection with Ontario, such as the involvement of reporting issuers or Ontario shareholders holding shares in offeree corporations.

The Commission noted that it was in the process of reviewing Part XIX and in particular the circumstances when the follow-up offer obligation should apply. Pending the completion of this review the Commission would develop guidelines as to the circumstances in which it would consider exercising its powers in the Act to encourage a follow-up offer. In the meantime the Commission noted that it would consider taking action in circumstances which might be regarded as abusive to minority shareholders or as having a negative impact on the capital markets."

It seems clear that Universal wished to carry out the amalgamation with Petrol as soon as possible. At the time Universal acquired the 65% interest in Petrol, Petrol had a significant positive working capital position, no long term debt and excellent cash flow. The financial statements of Universal as at October 31, 1981 indicate Universal had long term debt of approximately \$40,700,000. An amalgamation of the two companies would make available the working capital and cash flow of Petrol to meet the debt charges on the long term debt of Universal. The fact the amalgamation was delayed for some two years has led to the situation where at October 31, 1983 Universal was indebted to Petrol in the amount of \$8,650,000 and, in addition, Petrol had purchased the 15% convertible debenture from Western Decalta for \$4,000,000. Moreover, Petrol had long term debt of some \$6,600,000.

Presumably in an effort to consummate the amalgamation the Second Agreement provided terms relatively more favourable to the shareholders of Petrol than the First Agreement and the Third Agreement provided terms relatively more favourable to the shareholders of Petrol than either the First or Second Agreement. The Commission, however, is not satisfied that the terms of the Third Agreement represented an offer of substantially equivalent value to the minority shareholders of Petrol.

The Commission is concerned that, despite the outstanding orders referred to above, before the Third Agreement was submitted to shareholders, no consultation as to the terms of the proposed amalgamation took place with the Commission from which the question of equivalency could be determined with respect to Petrol shareholders resident in Ontario. Despite this, the Commission is now asked to revoke all orders previously made by it in respect of this matter. As stated previously the Commission is not yet satisfied that the terms of the Third Agreement represented an offer to the minority shareholders of Petrol of substantially equivalent value. As previously noted, a majority of the minority shares of Petrol represented at the shareholders' meeting was voted against the Third Agreement.

The Commission is also concerned about what appears to be a serious omission from the information circular sent to shareholders of Universal and Petrol resident in Ontario in connection with the meeting of shareholders called to consider the Third Agreement. The following sentence appears in the information circular - "It is the intention of the parties that the amalgamated company will be listed on the Alberta and Toronto Stock Exchanges and management will apply for such listings which are subject to the approval of the Exchanges." No reference is made in the information circular to the existence of the various orders made by the Commission, particularly the order

which would prohibit the listing of securities of Universal 83 on The Toronto Stock Exchange. This is in direct contrast with the information circular which was sent to shareholders in Ontario in connection with the amalgamation contemplated by the Second Agreement which included, in considerable detail, information relating to the various orders issued by the Commission and the consequences thereof to shareholders. Indeed a shareholder who received both information circulars might well conclude, in the absence of such reference to the orders of the Commission, that the orders had been revoked or were no longer effective.

The Commission has concluded that, the amalgamation of Universal and Petrol having been consummated legally within the Province of Alberta, and without attempting to deal exhaustively with the question of "substantially equivalent value", it would no longer be in the interests of the former minority shareholders of Petrol resident in Ontario to continue the Cease Trading Orders. To do so would only put such shareholders at a disadvantage with minority shareholders of Petrol in other Provinces, where no such cease trading orders exist.

The Commission is, however, of the view that the serious omission from the 1983 information circular, the general conduct of the directors of Universal (who were also the directors of Petrol) with respect to the relationship between Universal and Petrol, examples of which have been mentioned above, and the general conduct of Universal and its directors in carrying out the amalgamation in apparent disregard of the orders of the Commission are matters of concern in the capital markets of Ontario. There may well have been a negative impact on the capital markets in Ontario by reason of such conduct.

Accordingly, the Listing Prohibition Order and the Withdrawal of Exemption Orders with respect to Universal 83 and Messrs. Mercier, Buchanan, McGeough and Nunn are continued.

May 1st, 1984.

"J.W. Blain"

"E.S. Miles"

"David C.H. Stanley"

3.2 REASONS

3.2.1 TRIZEC EQUITIES LIMITED/BRAMALEA LIMITED S.99(E)

The following are Reasons (Section 99(e)) in the matter of Trizec Equities Limited and Bramalea Limited.

IN THE MATTER OF THE SECURITIES ACT  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRIZEC EQUITIES LIMITED

AND

IN THE MATTER OF BRAMALEA LIMITED

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REASONS  
Section 99(e)

Hearing: April 4, 5, 1984

<u>Present:</u>	Peter J. Dey, Q.C.	- Chairman
	E. Stuart Miles	- Commissioner
	R. James Kane	- Commissioner
	David C.H. Stanley	- Commissioner
	J. Garnet Pink, Q.C.	) Trizec Equities
	Brian M. Flood	) Limited ("Trizec")
	Purdy Crawford, Q.C.	) Bramalea Limited
	John F. Petch, Q.C.	) ("Bramalea")
	Victor P. Alboini	) Lebovic Group
	Rene R. Sorell	)
	Thomas Lockwood, Q.C.	) Counsel for the
	Charles R.B. Salter, Q.C.)	Ontario Securities
	Michael Melanson	) Commission

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Background Information

Trizec Equities Limited ("Trizec") entered into a financing agreement dated February 27, 1984 which was amended by an agreement dated March 21, 1984 (collectively



the "Financing Agreement") pursuant to which Trizec subscribed for and offered to purchase from Bramalea Limited ("Bramalea")

- (a) 3,530,000 common shares (the "Purchased Shares") of Bramalea at \$17 per share for an aggregate purchase price of \$60,010,000; and
- (b) \$100,000,000 principal amount of 8 3/4% convertible subordinated debentures (the "1984 Debentures") of Bramalea to be dated on the closing date of the financing and to mature on the fifteenth anniversary of the closing date for an aggregate purchase price of \$100,000,000.

The 1984 Debentures are to be convertible into common shares of Bramalea prior to the earlier of (i) April 13, 1994 or (ii) if previously called for redemption, the close of business on the business day immediately preceding the date specified for redemption, on the basis of one common share of Bramalea for \$20.50 principal amount of 1984 Debentures (subject to adjustment in certain stated events).

A condition of Trizec's obligation to complete the financing under the Financing Agreement is that J. Richard Shiff and members of his family grant to Trizec, on or before the closing of the financing, an option (the "Option") to purchase 3,456,155 common shares of Bramalea (the "Optioned Shares") at a price of \$22 per share. Mr. Shiff is Chairman and Chief Executive Officer of Bramalea. The Option is provided for in an agreement (the "Share Option Agreement"), the form of which is attached to the Financing Agreement.

The Option is to be exercisable at any time prior to the close of business on the earlier of

- (a) April 12, 1986, i.e. the date which is two years from the date originally planned for the closing of the Financing Agreement; and
- (b) 14 days from the date on which any holder of any of the Optioned Shares delivers a certificate to Trizec certifying that the average of the closing prices of the common shares of Bramalea on The Toronto Stock Exchange for the ten consecutive trading days ending not more than three days prior to the delivery of the certificate is more than \$20 per common share. (The Share Option Agreement provides that the 14 day period may be extended to enable Trizec to attempt to obtain the necessary rulings or orders in the event Trizec's right to exercise the Option is affected by then applicable securities legislation.)

The right of any holder to deliver the certificate referred to in (b) is called the "Market Termination Provision".

In the event that Trizec does not purchase the Optioned Shares pursuant to the Option, the Share Option Agreement provides that Trizec will have a right of first refusal with respect to the Optioned Shares from the expiry date of the Option to and including April 12, 1987.

According to the Bramalea information circular referred to below, as at March 21, 1984 there were 18,432,945 issued and outstanding common shares of Bramalea. The market price for such shares at the time of the hearing was approximately \$14 per share.

As of February 29, 1984, Trizec acquired 400,000 common shares of Bramalea and a \$6,000,000 debenture convertible into a further 400,000 common shares. If Trizec converted the debenture it would own 800,000 common shares of Bramalea representing 4.24% of the then outstanding Bramalea common shares on a undiluted basis (3.77% on a fully diluted basis).

Counsel for the Lebovic Group (as hereinafter defined), Trizec and Bramalea tabled schedules which show how the shared control of Bramalea between Trizec and the principal shareholders of Bramalea, which would exist upon the closing of the Financing Agreement, could progress to Trizec control of Bramalea upon Trizec exercising the Option and converting the 1984 Debentures. The schedules disclose the following information:

If Trizec, having already converted the \$6,000,000 debenture referred to above, were to purchase the Purchased Shares it would own approximately 19.36% of the Bramalea outstanding shares (17.51% on a fully diluted basis, assuming conversion of all other convertible securities of Bramalea). If Trizec were to purchase the 1984 Debentures it would have the right to acquire by the exercise of conversion rights attached thereto 4,878,048 common shares of Bramalea at \$20.50 per share. If Trizec exercised these conversion rights it would own approximately 33.8% of the outstanding common shares of Bramalea on an undiluted basis (31.1% on a fully diluted basis). If Trizec were to exercise the Option it would acquire 3,456,155 common shares of Bramalea at \$22 per share. Assuming the conversion of the 1984 Debentures and exercise of the Option, Trizec would own approximately 46.48% of the outstanding common shares of Bramalea on an undiluted basis (42.77% on a fully diluted basis).



Shareholder approval of the issuance of the Purchased Shares and the 1984 Debentures was to be sought by Bramalea at a special meeting of shareholders originally scheduled for April 11, 1984. The Meeting was adjourned for two weeks to allow the results of this application and the results of an appeal under section 22 of the Securities Act (the "Act") concerning a decision of the Board of Governors of The Toronto Stock Exchange as to who could vote at the shareholders meeting, to be communicated to the Bramalea shareholders.

#### The Application

Trizec has applied to the Commission pursuant to subsection 99(e) of the Act, for an order in substantially the following form, as specified by Trizec in its application:

1. an order exempting Trizec from the requirements of subsection 91(1) of the Act (and from analogous requirements or prohibitions that may be contained in future amendments to the Act) in respect of the possible exercise by Trizec of the Option or the right to purchase under the right of first refusal pursuant to the Share Option Agreement, the order to be conditional upon the per share consideration paid by Trizec for the shares purchased as a result of the exercise of the Option or right to purchase not exceeding the "market price" (as defined in the Regulations under the Act or future amendments thereto and as may be affected by any final determination by the Commission under subsection 99(b) of the Act or its equivalent future amendments to the Act or Regulations) per share of the common shares of Bramalea at the date of the exercise by Trizec of the Option or right to purchase plus reasonable brokerage fees or other commissions;
2. an order determining that for purposes of subsection 91(1) of the Act (and analogous requirements or prohibitions that may be contained in future amendments to the Act) the said "market price" per share of the common shares of Bramalea shall be determined as at the date of exercise of the Option or right to purchase; and
3. such further or other order, ruling or decision that may be applied for by Trizec at or before the hearing or that may be granted to Trizec by the Commission consequent upon the hearing.

Trizec explained in its application that the Option "is premised on the understanding that its grant would not constitute a take-over bid under the Act but that its exercise would constitute a take-over bid under the Act if the number of Bramalea common shares covered by the agreement of purchase and sale resulting from the exercise of the option, together with the number of such shares then owned by Trizec, were to exceed the number of shares constituting the take-over bid ownership threshold level contained in the Act at the time of the exercise of the option." Trizec explains further in its application that after the transaction contemplated by the Financing Agreement had been agreed upon and publicly announced it came to the attention of Trizec's counsel that in the case of G. & B. Automated Equipment Ltd. the Commission issued an order (the "G. & B. Order") under section 99 of the Act dated May 13, 1982 to the effect that the granting of an option does not constitute a take-over bid but that for purposes of subsection 91(1) of the Act, if and when relevant, the "market price" of the shares of the company in question is to be determined as at the date of the option agreement which was the date of the granting of the option. Trizec then determined that "in order to remove any possible cloud of uncertainty created by the order, (the G. & B. Order) this application would be made and the closing of the financing transaction would be made conditional on the receipt of a favourable final order of the Commission."

The Commission did not issue written reasons in support of the G. & B. Order and therefore we must rely upon the terms of the order to infer Commission reasoning.

From the recitals to the G. & B. Order, it is apparent that under a written agreement dated August 26, 1981 the principal shareholder of G. & B. sold 25,000 common shares of G. & B. at \$4 per share to the four applicants for the section 99 order and granted to the applicants an irrevocable option to purchase 85,000 G. & B. common shares at \$7 per share up to February 15, 1983. Under the agreement a further irrevocable option to purchase 15,000 common shares at a price of \$7 was granted to the four applicants, conditional upon the receipt of a favourable section 99 order by the applicants. The shares purchased under the agreement and the shares subject to the options exceeded the 20% take-over bid threshold. The Commission ordered "that the granting of the First Option and Second Option do not constitute a take-over bid" and "for the purposes of section 91 of the Act, if and when relevant, the market price of the shares of G. & B. shall be determined as at the date of the Agreement". The date of the agreement is August 26, 1981 which is also the date of the granting of the options.

The Trizec application was supported by Bramalea. Intervening in the case was Mr. Joseph Lebovic who owns directly or indirectly approximately 2,200,000 shares of Bramalea which were acquired two to three years ago. Mr. Lebovic and the entities through which he holds Bramalea shares are referred to as the "Lebovic Group". The main thrust of Lebovic Group's intervention was to ask the Commission to exercise its powers to require Trizec, if and when it exercised the Option, to offer to acquire shares from the Lebovic Group on substantially the same terms upon which shares would be acquired from Mr. Shiff. The Commission has inferred that the Lebovic Group would support an offer to all other shareholders of Bramalea on such terms.

#### Relevant Statutory Provisions

Subsection 91(1) of the Act provides as follows:

"Where a take-over bid is effected without compliance with section 89 in reliance on the exemption in clause 88(2)(c), if there is a published market in the class of securities acquired and the value of the consideration paid for any of the securities acquired exceeds the market price at the date of the relevant agreement plus reasonable brokerage fees or other commissions, the offeror shall within 180 days after the date of the first of the agreements comprising the take-over bid, offer to purchase all of the additional securities of the same class owned by security holders, the last registered address of whom is in Ontario or in a uniform act province, at and for a consideration per security at least equal in value to the greatest consideration paid under any such agreements, and that offer shall be a take-over bid for purposes of this Part."

Clause 99(e) of the Act provides as follows:

"Upon an application by an interested person or company, the Commission may, subject to such terms and conditions as it may impose,

...

(e) exempt any person or company from any requirements of this Part where in its opinion it would not be prejudicial to the public interest to do so;

..."



constitute a take-over bid and the follow-up offer obligation in section 91(1) of the Act could be applicable to Trizec. Indeed, Mr. Alboini on behalf of The Lebovic Group, argued that Bramalea and Trizec had disguised what was in essence an agreement of purchase and sale as an option agreement.

This position was developed by submitting that the economic considerations surrounding the Trizec investment in Bramalea made the exercise of the Option by Trizec virtually a foregone conclusion. In support of this argument reference was made, for example, to the condition to Trizec's completion of the transactions contemplated by the Financing Agreement that three nominees of Trizec be appointed to the board of directors of Bramalea. It was argued that under the shareholders' agreement contemplated by the Financing Agreement, Trizec would lose its rights to have three nominees appointed to the board of directors if Trizec did not exercise the Option and this would not make sense from a business point of view.

We do not interpret the shareholders' agreement in this manner. We read the agreement to provide that only upon Trizec's ceasing to own at least 1,000,000 common shares of Bramalea are the parties to the shareholders' agreement released from their obligation to vote all their common shares so that the board of directors of Bramalea shall include three nominees of Trizec.

Reference was also made to the Market Termination Provision of the Share Option Agreement and, in particular, the amendment to that provision. Originally the provision in question, clause 10(c) provided, in part:

"With respect to the 14-day period referred to in sub-clause (iii) of paragraph 10(a), Trizec shall use all reasonable efforts to exercise its option rights as soon as reasonably possible after notice contemplated by such paragraph has been received by Trizec."

The amending agreement dated March 21, 1984 substituted the following paragraph for the foregoing:

"If a Holder delivers a certificate as provided by sub-clause (ii) of paragraph 10(a) and if Trizec decides to exercise its option rights hereunder, Trizec shall use all reasonable efforts to exercise its option rights as soon as reasonably possible after such certificate has been received by Trizec;"

On behalf of the Lebovic Group, Mr. Alboini argued that the amending agreement somehow constituted a "smoke-screen contract" obscuring the true intent of the parties. He argued that Trizec intended from the outset to exercise the Option and this intention can be more readily inferred from the original terms of clause 10(c) of the Share Option Agreement. We do not accept this submission. We accept the explanation made in the amending agreement that the original version of clause 10(c) could be misinterpreted and the amending agreement was entered into to clarify the intentions of the parties. Indeed, on the face of the Option, the Commission is quite prepared to infer that in negotiating the agreement, Mr. Shiff was desirous of relieving himself of the obligations contemplated by the Share Option Agreement in circumstances where the market price is such that Trizec could acquire shares at approximately the same price as the option price and that Mr. Shiff could dispose of shares into the marketplace at approximately the same price as the option price.

We do not, then, find that the Option constitutes an agreement of purchase and sale, even though there may occur a material impact upon the control of Bramalea at the time of the execution of the Share Option Agreement and that there may, at some point in time, exist valid business reasons for the ultimate exercise of the Option. The Commission's inference from the documents is that Trizec has agreed to make a significant investment of some \$160,000,000 in Bramalea and that if Trizec considers the investment to be favourable, it has structured its arrangement with Bramalea and the principal shareholder of Bramalea so that it may increase its ownership of Bramalea and acquire effective control. If, on the other hand, Trizec determines that the investment has not been successful, then it could, for example, continue to hold the 1984 Debentures without converting and could decline to exercise the Option.

## 2. The follow-up obligation

Having concluded that neither the Financing Agreement nor the Option is an agreement of purchase and sale, the Commission is assisted in applying subsection 91(1) to the transactions contemplated by the Financing Agreement. In our view, any follow-up obligation that Trizec would incur under subsection 91(1) would only arise upon any exercise of the Option by Trizec, and the market price of the shares for purposes of subsection 91(1) would be determined at the date of exercise, and not at the date of the Share Option Agreement.

Our conclusion that the granting of the Option does not constitute a take-over bid is consistent with the findings of the Commission in the G. & B. case. However, our conclusion that, for purposes of subsection 91(1), the market price of the shares of Bramalea is determined as at the date of the exercise of the Option, is apparently inconsistent with the conclusion of the Commission in the G. & B. case. In our view, the G. & B. decision should be restricted to the facts of that particular case. Otherwise, a strict application of that decision can give rise to circumstances which are quite inconsistent with the principles underlying the follow-up requirement.

If the determination of whether or not a follow-up obligation is triggered is based upon the market price of the securities at the date of the grant of an option as opposed to the market price at the date of the exercise of an option, anomalous results are possible. The Filing Committee of the TSE in its reasons dated March 15, 1984 concerning who may vote at the shareholders meeting, illustrated the manner in which an anomalous result could occur when the exercise price is compared with the market price at the date of the grant of the option:

"For example, if an option exercisable at \$10 per share was granted when the market price was also \$10, and the market subsequently dropped to \$8, the option could be exercised at a 25% premium to market at the time of exercise without a follow-up offer being required, under the Commission's interpretation (in the G. & B. case). In the Committee's view, such a result would run contrary to the intention of subsection 91(1)." (parenthesis added)

It may be that in measuring the premium which the grantor of an option has received upon the exercise of the option, the consideration received by the grantor for granting of the option should be included. The inclusion of the consideration paid for the option addresses potentially abusive situations, such as where the grantor receives a significant amount of consideration for the granting of an option and receives the relevant market price for the underlying securities upon the exercise of the option. If the consideration paid for the granting of the option is ignored, there would be no premium under subsection 91(1) of the Act, notwithstanding that, in reality, the grantor had received a significant premium through the mechanism of the granting of the option. It is also possible that the Commission might take into account the allocation of the consideration between the grant of the option and the exercise of the option in determining whether an option is an agreement of purchase and sale, and could determine that the agreement of purchase and sale did arise at the date of the grant of the option if a considerable portion of the consideration



is paid at the date of the grant of the option. In the present case, the Commission believes that rather than flowing to Shiff, the grantor of the Option, the consideration flowed to Bramalea. Trizec made the granting of the Option a condition to its completion of the financing transactions in the Financing Agreement. It is apparent that Trizec considered the Option an important element in its arrangement with Bramalea.

We also accept the submission of Commission staff counsel that, because the grantor of an option has the ability to invest the proceeds from the grant of the option between the dates of the grant and the exercise of the option, the consideration received by the grantor should be accrued to the date of the exercise of the option.

In conclusion, it is the view of the Commission that, as a general rule, the "relevant agreement" referred to in subsection 91(1) is the agreement between the grantor and the grantee which is made when the grantee exercises an option, rather than the agreement which is made when the option is granted.

### 3. Evidence available to the Commission

A final argument made by Mr. Alboini related to the evidence before the Commission on the application. Mr. Alboini took the position, on behalf of the Lebovic Group, that the only evidence before the Commission was evidence put before the Commission by the Lebovic Group, i.e., the testimony of Mr. Cripps, referred to earlier, the testimony of Mr. Lebovic and the testimony of two minority shareholders who argued that Trizec should be obligated to deal with all shareholders on a basis comparable to the basis on which it would deal with Mr. Shiff in the event that it exercises the Option. It was submitted that neither Trizec nor Bramalea had adduced evidence which would enable the Commission to assess any prejudice to the public interest arising out of the Financing Agreement.

There are two responses to this argument. The first is that for purposes of this case, the information required by the Commission to make its ruling on this application is based upon the language of the documents admitted by all parties in evidence. For example, the Commission was able to infer certain intentions of the parties from the language of the documents. The testimony of Mr. Cripps to the effect that the transaction with Trizec would produce a change of control was, as we indicated earlier, not seriously disputed and, in any event, we are prepared to assume that the Trizec investment in Bramalea would have a material effect upon the control of Bramalea for purposes of our findings.

persons at the time the first discussions concerning a trade between them are undertaken.

May 8th, 1984.

"Peter J. Dey"

"R. J. Kane"

"E. S. Miles"

"David C. H. Stanley"



3.2.2 TRIZEC EQUITIES LIMITED/BRAMALEA LIMITED S.22(3)

The following are Reasons (Section 22(3)) in the matter of Trizec Equities Limited and Bramalea Limited.

IN THE MATTER OF THE SECURITIES ACT  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF TRIZEC EQUITIES LIMITED

AND

IN THE MATTER OF BRAMALEA LIMITED

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Hearings: April 5, 6 and 9, 1984

Present: Peter J. Dey, Q.C. - Chairman  
E. Stuart Miles - Commissioner  
R. James Kane - Commissioner  
David C.H. Stanley - Commissioner

Purdy Crawford, Q.C. ) Bramalea Limited  
John F. Petch, Q.C. ) ("Bramalea")

J. Garnet Pink, Q.C. ) Trizec Equities  
Brian M. Flood ) Limited ("Trizec")

Victor P. Alboini )  
Rene R. Sorell ) Lebovic Group  
Graham Gow )

Ralph Shay ) The Toronto Stock  
Kenneth Wiener ) Exchange

Thomas Lockwood, Q.C. ) Counsel for the  
Charles R.B. Salter, Q.C. ) Ontario Securities  
Michael Melanson ) Commission

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REASONS  
Section 22(3)

The Decision of the Exchange Board of Governors

These reasons are issued in response to the request by three parties for a hearing and review under

section 22(3) of the Securities Act (the "Act") of a decision of the Board of Governors of The Toronto Stock Exchange (the "Exchange"). The decision of the Board of Governors concerns transactions contemplated in a financing agreement dated February 27, 1984, which was amended by an agreement dated March 21, 1984 (collectively the "Financing Agreement") pursuant to which Trizec Equities Limited ("Trizec") subscribed for and offered to purchase from Bramalea Limited ("Bramalea") the Purchased Shares and the 1984 Debentures. The transactions are described in the reasons of the Commission dated May 1, 1984 on an application by Trizec pursuant to section 99(e) of the Act. The description of the transactions and the defined terms in the section 99(e) reasons (reported in this issue of the Bulletin) are incorporated herein by reference. All parties agreed that evidence admitted on the section 99(e) application was also admitted on this section 22(3) application.

The application for a hearing and review of the decision of the Board of Governors was made by each of Bramalea, Trizec and the Lebovic Group.

Bramalea had filed notice of the proposed issuance of the Purchased Shares and the 1984 Debentures pursuant to section 19.06(1) of the General By-Law of the Exchange and this notice was accepted by the Filing Committee of the Exchange subject to certain conditions. Bramalea, Trizec and the Lebovic Group requested that the decision of the Filing Committee be considered by the Board of Governors of the Exchange and the Board determined that its consideration of the matter would be by way of a de novo hearing.

It is apparent from the Board's reasons that all of the parties agreed that, pursuant to requirements of the Exchange, shareholder approval must be obtained for the proposed issuance of the Purchased Shares and the 1984 Debentures at a meeting of shareholders. Who should be allowed to vote at the meeting of shareholders was one of the issues considered by the Board. The Board held that Shiff, or members of his family or corporations controlled by him or them (collectively the "Shiff Group"), should be disqualified from voting on the issuance of the Purchased Shares and the 1984 Debentures. The basis for the Board's conclusion was that the economic and financial interests of the Shiff Group are sufficiently different from those of the other shareholders, and the considerations of the Shiff Group so distinct, that there is no substantial community of interest between the Shiff Group and the other shareholders.



One of the conditions to the obligation of Trizec to complete the transactions contemplated by the Financing Agreement was that a shareholders' agreement (the "Shareholders' Agreement") be entered into among Trizec, Mr. Shiff, Kenneth E. Field, President of Bramalea and Benjamin Swirsky, Vice-Chairman of Bramalea, relating, amongst other things, to the voting of their respective shares so that the Board of Directors of Bramalea would include three nominees of Trizec and so that each of Messrs. Shiff, Field and Swirsky would be elected a director of Bramalea. A further condition is that separate employment contracts between Bramalea and each of Messrs. Shiff, Field and Swirsky be entered into relating to the continuation of their employment as senior officers of Bramalea for certain minimum periods, terminable in the case of Mr. Shiff, in the event Trizec exercises the Option, and otherwise on substantially the same terms and conditions as are currently in effect. The Board of Governors decided that Messrs. Field and Swirsky could vote on the shareholder resolution to approve the Financing Agreement having concluded that their personal interests, in the circumstances of the transaction with Trizec, do not create a real or apparent conflict of interest between Messrs. Field and Swirsky, on the one hand and the other shareholders of Bramalea, on the other hand, sufficient to justify Messrs. Field and Swirsky not being allowed to vote.

The Board concluded that Trizec, being the purchaser under the Financing Agreement, is clearly in a conflict of interest position and that therefore Trizec should be excluded from voting on the shareholder resolution.

The Board also determined that the shareholders of Bramalea should not be asked to specifically approve the Share Option Agreement because it is to be entered into by the Shiff Group and Trizec and therefore does not involve a corporate act of Bramalea. It is therefore not an appropriate matter to be voted upon by the shareholders of Bramalea.

#### Position of the Parties

In its application Bramalea advised that the Shiff Group decided that it would not vote in respect of the resolution to be put before the shareholders regardless of the outcome of any appeal from the decision

of the Board of Governors. Apparently this decision by the Shiff Group was made in order that shareholders of Bramalea would know with certainty which shares could be voted as they review the information circular in order to make their own decisions. The position of the Shiff Group in this respect is disclosed in the information circular.

Bramalea argued in its written submission on the section 22(3) appeal that the Exchange made an error in law in disqualifying the common shares of Bramalea owned by the Shiff Group from voting to approve the Financing Agreement but advised, in view of the decision of the Shiff Group not to vote at the shareholders' meeting, that the appeal was being taken as a matter of principle. In its oral submission before the Commission, Mr. Crawford on behalf of Bramalea, submitted that notwithstanding the alleged error in law, the Commission should not interfere with the decision of the Board of Governors. Mr. Crawford further argued that if the Commission did decide to interfere with the decision of the Board the Commission should find that all of the Shiff Group, Field and Swirsky should be able to vote on the shareholders' resolution.

Trizec concurred in the position taken by Bramalea.

The Lebovic Group argued that the Board of Governors erred in distinguishing the interests of Field and Swirsky from the interest of the Shiff Group and that the particular interests of the Shiff Group, Field and Swirsky and of Trizec required that they be excluded from the shareholders' consideration of the transaction. In addition, it was argued that separate minority approval of the Share Option Agreement should be required.

The Commission staff argued that there were no grounds for the Commission to interfere with the decision of the Board of Governors.

#### Principles Concerning the Commission's Review of a Decision of the T.S.E

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The proper role of the Commission in considering an appeal from a decision of the Exchange was first considered in Re Williams and The Toronto Stock Exchange, [1972] OSCB 87. In upholding the decision of

the Exchange to refuse approval of Williams' application to become a registered representative employee of an Exchange member after he had been granted registration as a salesman by the Commission, the Commission made the following observations:

"Since the Exchange has the power to impose additional or higher requirements in the ordinary case it would not be our intention to substitute our standards for those of the Exchange nor to substitute our discretion for that of the Governors. If their standards were not consistent with our view of the public interest or their discretion were not exercised fairly, such as an absence of evidence upon which their conclusions could be supported, we would not hesitate to intervene."

The Commission reaffirmed this view in its reasons in Re Lafferty, Harwood & Partners Ltd. and The Board of Governors of The Toronto Stock Exchange, [1973] OSCB 26 and made the following comments:

"We reaffirm our position in the Williams case again in this case. We do not consider it a proper exercise of our jurisdiction under subsection 3 of section 140 and under subsection 2 of section 28 to which section 140(3) directs us, to substitute our judgment for that of the Exchange merely because we may disagree with the decision they have come to or because we may have given a different decision. If the Exchange has proceeded on some incorrect principle, or has erred in law, or has overlooked some material evidence, or new and compelling evidence was presented to us that was not presented to the Exchange, then we would deem it proper to interfere with a decision of the Exchange. In the absence of such factors we do not believe it to be a proper exercise of our jurisdiction to so interfere."

to approve a corporate transaction in which he is personally interested, unless he votes in a manner which is oppressive upon or fraudulent of the minority shareholders. This was the position taken by counsel for Bramalea who relied upon North-West Transportation Company, Limited v. Beatty, (1887), 12 A.C. 589 and Greenhalgh v. Arderne Ltd., [1950] 2 All E.R. 1120. The Board states in respect of its determination concerning Shiff's right to vote that it was acting "in order to protect minority shareholders and to preserve the integrity of the Exchange in the capital markets". The Board applied "the concept of fairness and even-handedness enunciated above with respect to the interest of the Shiff Group" to Trizec. In so doing we do not find that the Exchange misdirected itself.

With respect to Messrs. Field and Swirsky the Board found that neither had a personal interest in the transactions contemplated by the Financing Agreement sufficiently different from that of other shareholders to be excluded from the shareholder approval of such transactions. In particular the Board relied upon the fact that neither Field nor Swirsky was granting an option to purchase their shares to Trizec. The Board also determined that the agreement of Field and Swirsky to enter into the Shareholders' Agreement and to enter into employment contracts were usual for transactions of this type and should not disqualify them from voting.

Counsel for the Lebovic Group argued that the rights that Field and Swirsky acquired under the Shareholders' Agreement and the employment agreement allowed them to benefit from the transaction in a manner not available to other shareholders and that therefore they should be excluded from voting with the other shareholders. We find that the Board of Governors did not err in finding, in effect, that the Shareholders' Agreement and the employment contracts were not entered into by Field and Swirsky particularly to benefit themselves but in order to induce Trizec to enter into the transaction which the shareholders will have an opportunity to approve.

The Lebovic Group also argued that separate shareholder approval should have been specified by the Board of Governors for the Share Option Agreement. The Board of Governors did not accept this argument concluding that the Share Option Agreement to be entered into by the Shiff Group and Trizec did not involve a corporate act of Bramalea and therefore was not an appropriate matter to be voted upon by shareholders of Bramalea. The shareholders will have an opportunity to approve the Financing



Agreement, one of the conditions to the closing of which is Shiff entering into the Share Option Agreement. In their participation in the approval of the Financing Agreement the shareholders can express their approval or disapproval indirectly of the Share Option Agreement.

### Conclusion

In conclusion we are satisfied that the Exchange has not proceeded on an incorrect principle or erred in law or overlooked some material evidence and we are also satisfied that the public interest as perceived by the Exchange and applied in shaping the shareholder approval of these transactions is not inconsistent with the Commission's perception of the public interest.

May 8th, 1984.

"Peter J. Dey"

"R. J. Kane"

"E. S. Miles"

"David C. H. Stanley"





## CHAPTER 4

### CEASE TRADING ORDERS - SECTION 123

#### 4.1 RESCINDING ORDERS

##### 4.1.1 VINDICATOR GOLD MINES LIMITED

#### VINDICATOR GOLD MINES LIMITED

The cease trading order dated January 27, 1983, and continued February 10, 1983, was rescinded May 8, 1984, the company being now up to date with its filings.



CHAPTER 5  
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE





CHAPTER 6  
REQUESTS FOR COMMENTS

6.1 INTERIM POLICY 1.3 - RESTRICTED SHARES

In the Bulletin of March 16, 1984 (1984 OSCB 1199) the Commission published for comments the text of Interim Policy 1.3 which embodies the proposals set out in the Position Paper of the OSC on Restricted Shares dated March 2, 1984. The closing date for comments was April 13, 1984.

To date, the Commission has received comments from the following:

1. Vancouver Society of Financial Analysts
2. Laidlaw Transportation Limited
3. Salter, Apple, Cousland & Kerbel
4. The Resource Service Group Ltd.
5. The Oshawa Group Limited
6. The United Church of Canada
7. Allenvest Group Limited
8. Bennett Jones
9. Burnet, Duckworth & Palmer (Stephen H. Halperin)
10. Burnet, Duckworth & Palmer (Katherine Sibold)
11. Canadian Life and Health Insurance Association Inc.
12. Warren M. H. Grover
13. Howard, Mackie
14. The Toronto Society of Financial Analysts
15. Rogers Cablesystems Inc. (by Lang, Michener, Cranston, Farquharson & Wright)
16. Fasken & Calvin

17. Canadian Utilities Limited
18. Irwin Toy Limited
19. Ogilvy, Renault
20. Tory, Tory, DesLauriers & Binnington
21. McMaster & Meighen
22. The Toronto Stock Exchange
23. Borden & Elliot
24. Fraser & Beatty
25. Investment Dealers Association of Canada
26. Norcen Energy Resources Limited
27. Trizec Corporation Ltd.
28. Magna International Inc.
29. McMaster & Meighen
30. Argus Corporation Limited
31. Osler, Hoskin & Harcourt
32. Bell Canada Enterprises Inc.
33. Oakwood Petroleum Ltd. (by Aird & Berlis)
34. Comments received by the Toronto Society of Financial Analysts:
  - (1) The Vancouver Society of Financial Analysts
  - (2) The Edmonton Society of Financial Analysts
  - (3) The Montreal Society of Financial Analysts
  - (4) The Ottawa Chapter of the T.S.F.A.
35. Milner & Steer
36. McCarthy & McCarthy
37. Pension Investment Association of Canada
38. Crownx Inc.
39. The Toronto Society of Financial Analysts dated April 30, 1984

Xerographic and microfiche copies of these documents are available from:  
Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9 (416)  
593-5211.

CHAPTER 7  
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

## NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

## CHARACTER OF TRANSACTION

- |           |                            |     |                              |
|-----------|----------------------------|-----|------------------------------|
| No Symbol | - purchase or sale         | "M" | - internal                   |
| "A"       | - bequest or inheritance   | "Q" | - qualifying shares          |
| "C"       | - compensation             | "R" | - redeemed (called, matured) |
| "E"       | - exchange or conversion   | "T" | - stock dividend             |
| "F"       | - exercise of rights, etc. | "V" | - stock split                |
| "G"       | - gift                     | "X" | - exercise of option         |
| "IR"      | - initial report           | "Z" | - distribution               |

\*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
AGF MANAGEMENT LIMITED	A. G. F. Management Limited	Class B Pref.		Apr/84 Apr/84	R	8300	8300	---
ACCORD RESOURCES INC.	Erikson, Glen H.	Common	B	Apr/84			90000	10001
	Gorham, Leslie J. Wilgor Holdings Ltd.	Common	B	-- --	IRI			90000
	Wilson, Michael Wilgor Holdings Ltd.	DS	-- --	-- --	IRI			9000
ADVANCE MURGOR EXPLORATIONS LIMITED	Johnston, Florence M. Bemans Limited	Common	DS	Apr/84 Apr/84	1	50000	500	---
AGRA INDUSTRIES LIMITED	McLellan, Thomas A.	Class A	DS	Apr/84 Apr/84	X	1500	1500	29000 28150 1850 4500
	McLellan Management Ltd RRSP		-- --	-- --	1 1			
	Mukuluk Beverages Ltd.		--	--	1			
ALBERTA ENERGY COMPANY LTD.	McLellan, Thomas A.	Class B	DS	Apr/84 Apr/84	X	1500	1500	27000 28150 1850 4500
	McLellan Management Ltd RRSP		-- --	-- --	1 1			
	Mukuluk Beverages Ltd.		--	--	1			
ALCAN ALUMINUM LIMITED	Baldwin, Matthew M.	Common	D	Feb/84		3000		15000
	Trigg, Eric A. wife	Common	DS	Apr/84 --	X 1	11250		22827 1000
ALGOMA CENTRAL RAILWAY	West, Eric F.		DS	Apr/84	X	11250		33250
	Latimer, Radcliffe R. wife	Common	D	-- Apr/84	1	300		500 800
ATLANTIC COAST COPPER CORPORATION LIMITED	Irving, Kenneth C. Indirect Holdings	Common	B DISI	--				
AUDAX GAS & OIL LTD.	J. S. E. Enterprises Ltd. W. H. A. Clow	Common		Oct/83 --	1	140600		3360180
BANK OF MONTREAL	Day, John G.	Securities	S	Apr/84 --	1 IR	110000		301000 ---



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF MONTREAL MORTGAGE CORPORATION	Day, John G.	Securities	S	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Day, John G.	Securities	S	--	IR			---
BELL CANADA ENTERPRISES INC.	Elliot, John Savings Plan Wife	Common	SI	-- Jan/84 Jan/84	T 1 T 1	20 1		1370 138 74
	Lafleur, Anthony J. Spouse		SI	-- Apr/84	1		400	600
BELL CANADA	Richardson, Robert J.	Common	D	Apr/84		10		10
BELORE MINES LIMITED	Huronian Mines Limited	Common	B	Apr/84		45081		225406
BINARY TECHNOLOGY FUNDING INC.	Third Capital Corporation	Common	B	--	IR			10000
BLAKE RESOURCES LTD.	Gillies, James M. Amended	Common	DI	Mar/84		10000		25000
BOMBARDIER INC	Marshall, Douglas	Class A	S	--	IR			60
BRAMALEA LIMITED	Garrett, Catherine J. Share Purchase Plans	Common	S	Apr/84 Apr/84	1	198	198	684 28267
	Goring, Peter A. Share Purchase Plans RRSP		S	Apr/84 Apr/84 --	1 1 1	1591	1591	3341 56506 200
	Payton, Thomas W. Share Purchase Plans		S	Apr/84 Apr/84	1	666	666	1341 37609
	Swirsky, Benjamin Share Purchase Plans RRSP		DS	Apr/84 Apr/84 --	1 1 1	6306	6306	331192 359980 3000
BRINCO LIMITED	Dirks, Thomas N. Indirect Holdings	Series A Pref.	DB	-- Apr/84	1	1000		3000
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	Connery, William J.	Common	S	Apr/84			1000	7991
BRUNSWICK MINING AND SMELTING CORPORATION LIMITED	Irving, Kenneth C. Amended	Common	B DISI	--				

REPORTING ISSUER	INSIDER	SECURITY	REL N B DISI	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BRUNSWICK MINING AND SMELTING CORPORATION LIMITED (Continued)	Irving, Kenneth C. Amended Indirect Holdings	Common		Jun/83	I	6100		6918420
CAE INDUSTRIES LTD.	Cae Industries Ltd.	Common		Apr/84 Apr/84	R	3627	3627	---
	Matson, Gerald A.			S Mar/84 Apr/84	T	31	400	11020
CB PAK INC.	Echenberg, Paul S.	Warrants		D Apr/84		3000		5750
CTG, INC	CTG, Inc.	Common		Apr/84	R		7000	---
CABRE EXPLORATION LTD	Stovel, Kenneth B.	Common		S Apr/84 Apr/84		32500	12000	78500
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Eadie, Graeme M. Amended	Common		S Apr/84		500		1300
	Fox, Donald E.			S Apr/84		1150		17548
CAMBRIDGE SHOPPING CENTRES LIMITED	Great-West Life Assurance Company, The	Convertible Debentures due 1993		B Apr/84		\$12500000		\$37500000
CAMPBELL RESOURCES INC	Strasser, J. Gordon	Common		S Apr/84			600	3529
CAMPEAU CORPORATION	McQuarrie, Lenard B.	Subordinate Voting		S Apr/84	M	9715		
	Stock Purchase Plan			Apr/84 Apr/84	M I		16000 9715	40 105457
	van Haastrecht, John P.			S Apr/84 Apr/84 Apr/84	M	5000		519 93900
	Stock Purchase Plan				M I			
CANADA PACKERS INC.	Matthews, Lloyd A.	Common		D Apr/84		1000		537
CANADIAN GENERAL INVESTMENTS LIMITED	Canadian General Investments Limited	Common		Apr/84		3500		83260
CANADIAN IMPERIAL BANK OF COMMERCE	Cantor, Paul G. S.	Common		S Jan/84		2000		2000
CANADIAN TIRE CORPORATION LIMITED	Hicks, William H.	Class A		S Feb/84		875		29504

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN UTILITIES LIMITED	TransAlta Utilities Corporation TransAlta Resources Corporation	Class A	B	--				
				Apr/84	F 1	142		3400551
	TransAlta Utilities Corporation TransAlta Resources Corporation	Class B	B	--				
				Apr/84	F 1	358		8410568
CANADIAN PACIFIC ENTERPRISES LIMITED	Desmarais, Paul	Common	D	--	IR			1000
	Tyaack, Franz H.		D	--	IR			500
CANBRA FOODS LTD.	Burns Foods Limited	Common	B	Apr/84		7100		1937804
CARMA LTD.	Mcateer, Paul M.	8.75% Cum. Pref	S	Apr/84			1000	---
	Sramek, Wayne F.	Class A Common		Apr/84		33500		33500
	Wilson, Roy G. Employer Purchase Agreement		DSI	Apr/84		10000		10907
			DS	Apr/84		20000		289939
				--	1			14232
CAROLIN MINES LTD.	Gillespie, Orval E.	Common	DS	Apr/84			2000	90500
	Richardson, Paul W.		DS	Apr/84		7000		8000
CITIES SERVICE COMPANY	Hentschel, David A. Thrift Plan	Common	S	-- Dec/83	1	220		3408
CLAVOS PORCUPINE MINES LIMITED	Picard, Irving R. Indirect Holdings	Common	D	Apr/84 Apr/84	1	1000 3000		416400 81000
COLONIAL OIL & GAS LIMITED	Van Drimmelen, Peter C. RRSP	Common	D	-- Mar/84	1	2000		4000
COMINCO LTD.	Canadian Pacific Limited Canadian Pacific Enterprises Limited	Common	B	--				
				Apr/84	V 1	22820212		34230318
BYTEC-COMTERM INC.	Tuddenham, Ross D. Amended	Common	D	May/84		100000		100000

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BYTEC-COMTERM INC. (Continued)	Tuddenham, Ross D. Amended N.T.W. Management Group Limited	Common	D	--	1			21396
CONCOPPER PHOSPHATE INC.	Picard, Irving R. Bluebell Enterprises Wife	Common	D	--	IR			93524
				--	IR1			11000
				--	IR1			2140
CONSOLIDATED-BATHURST INC.	Turner, Jr. William I.M. Wimtone Wimtwo	Common	DS	Apr/84	X	61000		381900
				--	1			9000
				--	1			123557
CONSOLIDATED RAMBLER MINES LIMITED	Irving, Kenneth C. Amended Indirect Holdings	Common	B DISI	--				
				Jul/82	1	32500		
				Nov/82	1	103900		
				May/83	1	50000		2140518
CONTINENTAL BANK OF CANADA	Continental Bank of Canada Pension Trust Fund	Common		Apr/84		10000		110400
CONTINENTAL GROUP INC., THE	Sheehan, Jeremiah J.	Common	S	--	IR			5214
CONWEST EXPLORATION COMPANY LIMITED	Lamacraft, John C.	Class B	DS	Apr/84			15000	220000
CORBY DISTILLERIES LIMITED	Giffen, John A.	Common	D	1983 Apr/84	T	142	190	53
CORE.MARK INTERNATIONAL INC	Achor, Robert T.	Non Voting	S	Apr/84			4000	---
CORRIDA OILS LTD.	Harris, John R. Share Benefit Plan	Common	DS	-- Apr/84	1	6938		547186
	McKenzie, Ralph A. Share Benefit Plan		DS	-- Apr/84	1	4256		53205
	Wellhauser, Frederic J. Share Benefit Plan		DS	-- Apr/84	1	5428		307450
								32636
DAVIS DISTRIBUTING LIMITED	Davis, Bernard RRSP	Common	DSB	--				430407
				Apr/84	1	400		41624
DENISON MINES LIMITED	Rickaby, Andrew C.	Common	S	--	IR			700
DICKENSON MINES LIMITED	Kachmar, John O.	Class A	DS	Apr/84	X	10000		10300
								100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DICKENSON MINES LIMITED (Continued)	Kachmar, John O.	Class A	DS	Apr/84			10000	---
	RRSP			--	1			1100
DISCOVERY MINES LIMITED	Chad, Stanley J. RSP	Common	DI	-- Mar/84 Apr/84	1 1	1200 3800		12500
DOMINION TEXTILE INC.	Evans, Allan R.	Common	S	Apr/84		5		389
	Gagnon, William N.		S	Apr/84		20		1958
	McCrae, Charles A.		S	Apr/84		30		2495
	Poisson, Paul E.		SI	Jan/84 Apr/84		8 11		870
DUNRAINE MINES LIMITED	Koza, Jack	Common	DS	Apr/84			5000	49001
DYLEX LIMITED	Kay, James F. Amended Indirect Holdings	Class A	DSB	Apr/84	M		249394	144412
ECONOMIC INVESTMENT TRUST LIMITED	Zimmerman, Adam H. Merman Holdings Ltd.	Common	D	--		249394		1693594
EDDA RESOURCES INC	Erikson, Christine Gyro Capital Inc.	Class A Warrants	B	-- Apr/84		25000		100
	Erikson, Christine Gyro Capital Inc.	Common	B	-- Apr/84	C 1	25000		25000
ENERTEX DEVELOPMENTS INC.	Anthony, Darryl F. Jang, Alvin	Common	D	--	IR			1
ENS BIO LOGICALS INC.	Ogilvie, Kelvin K.	Common	S	Apr/84			3000	83000
FEDERAL PIONEER LIMITED	Federal Pioneer Limited	6 3/4% Secured Sinking Fund Deb. Series A Dated 27/04/67		Apr/84		\$5000		
				Apr/84	R		\$5000	---
FIRST CANADIAN MORTGAGE FUND	Dynes, Henry, E.	Securities	DI	--	IR			---
	Reuber, Grant L.	Unit	DI	--	IR			12



REPORTING ISSUER FIRST CANADIAN MORTGAGE FUND (Continued)	INSIDER Riley, Ronald T.	SECURITY Unit	REL'N DI	TRANS DATE --	TYPE IR	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS 10
FIRST CITY FINANCIAL CORPORATION LTD.	Robitaille, Jean	Units	DI	--	IR			---
	White, John H.		DS	--	IR			28
FIRST MARATHON INC.	First City Trust Company	Common	B	Dec/83		45		
				Apr/84		1000		1471961
FRASER INC.	Doak, James	Common	SI	--	IR			25000
	Campbell, Ian G. Other Indirect	Common	S	--	IR			320
GAZ METROPOLITAIN, INC.				--	IR1			1280
	Guerin, Jean A.	Common	D	--	IR			1
GEAC COMPUTER CORPORATION LIMITED	Martin, Pierre		DS	Nov/83		500		501
	Soquip		B	Dec/83		600000	1	5899998
GEMINI FOOD CORPORATION	Whiteside, John H.	Common	S	Apr/84		300		550
GENERAL MOTORS CORPORATION	556327 Ontario Limited	Common	B	Apr/84			500	73745
	Colbern Equities Limited		B	Apr/84	G		15000	1042605
	Chapman, Charles S. Savings Stock Purchase Program	Common	S	Feb/84 Apr/84	C X	427 1300		4137
				1983	1	301		3273
	Coletta, Patrick J. Savings Stock Purchase Program wife		S	Mar/84	C	123		11480
				--	1			3607
GLOBAL MARINE INC.				--	1			1244
	Reuss, Lloyd E. Trustee		S	Apr/84			346	4243
GOLDEN TRANSIT RESOURCES INC.				--	1			690
	Newton, F. Carter	Common	SI	Apr/84		1625		29163
GORDEX MINERALS LIMITED	Lynnfrank Holdings Inc.	Common	B	Apr/84			100000	---
	Baxter, Robert G.	Options	D	Apr/84		20000		20000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GREAT CAMERON LAKE RESOURCES INC.	Lewis, Elliot A.	Common	DS	Apr/84		9000		123267
	Tayok Energy Consultants Limited Other Indirect			May/84 --	1 1	7000		7000 325000
GREAT LAKES FOREST PRODUCTS LIMITED	Stauffer, Stanley H.	Common	D	--	IR			100
GREENWICH RESOURCES INC	Metcalfe, Grant	Common	DISI	Sept/83		140000		45000
	Vam Limited		B	--	IR			1362340
GREY GOOSE CORPORATION LIMITED	Laidlaw Transportation Limited Travelways Tours Limited	Common	B	Apr/84		7814		2559970
				--	1			75200
GREYHOUND COMPUTER OF CANADA LTD.	Micallef, Leonard J.	Capital	S	Apr/84			1000	12000
GUARDIAN PACIFIC RIM CORPORATION	Christodoulau, John	Common	D	--	IR			2000
	Sales, michel	Class A	D	Apr/84		2000		2000
		warrant		Apr/84		2000		2000
GULF & WESTERN INDUSTRIES, INC.	Levin, Edgar W. Other Indirect	Common	S	Apr/84 --		1500		2075 23
GULF CANADA LIMITED	Crease, Edward F. Canada Permanent Trust Company	Common	D	Jan/84	M		1000	---
HALEY INDUSTRIES LIMITED	Brooks, John D. McRae, R. Howard Indirect Holdings	Common	D	Apr/84 --	M 1 1	1000		1000 1200
HERITAGE GROUP INC., THE	Geminari, John P.	Class A	SI	--	IR		600	406200
HUSKY OIL LTD.	Anuta, Karl F.	Common	SI	Apr/84 Apr/84	X	2400	2400	100
	Davidson, Russell M.		SI	Apr/84	X	12000		12000

REPORTING ISSUER HUSKY OIL LTD. (Continued)	INSIDER Jung, Thomas J.	SECURITY common	REL'N SI	TRANS DATE Mar/84	TYPE X	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
IU INTERNATIONAL CORPORATION	Pierce, Robert L. Danebro Investments Ltd		DDI	Apr/84		17200	2000	400
				--	1			26180 1920
	Rystrom, Jr. Clayton A.		SI	--	IR			3200
	Keenan, John B. A.	Common	SI	Apr/84			5760	5782
IMASCO LIMITED	Crawford, H. Purdy	Common	D	Mar/84	E	600		1866
		Series B Pref.		Mar/84	E		300	---
	Richer, Jean H.	Common	D	Mar/84	E	200		5300
		Series B Pref.		Mar/84	E		100	---
IMPERIAL OIL LIMITED	Akitt, John E. Savings Plan	Class B Common	S	-- Apr/84	1	6		641
	Beacom, W. E. Savings Plan		S	-- Apr/84	1	5		563
	Haynes, Arden R. Savings Plan	Class A Common	D	Apr/84 Apr/84	1	1 34		106 3551
	Landry, Robert E. Savings Plan	Class B Common	S	-- Apr/84	1	10		3584 1125
	Lougheed, Donald D. Savings Plan		SI	-- Apr/84	1	65		4003 6794
	McIvor, Donald K. Savings Plan		D	-- Apr/84	T 1	12		4675 1244
	Sande, William N. Trustee	Class A Common	S	-- Apr/84	1		351	1346
	Thomson, Thomas H. Savings Plan		D	Apr/84 --	1	11		1176 18
	Austin, Ian G.	Common	S	--	IR			149
	Deacon, Donald C.	Common	D	Mar/84	M		4805	---
	Cam-Deac Investments			Mar/84	M 1	4805		87448

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS		TYPE	BOUGHT OR		MONTH-END
				DATE			ACQUIRED	DISPOSED	
INTERNATIONAL BASLEN ENTERPRISES LIMITED	Pushie, Roy B.	Common	D	--		IR			480
INTERNATIONAL BUSINESS MACHINES CORPORATION	Burdick, Walton E. wife	Capital	S	Apr/84			1664		8428
	Casella, Ronald F.		S	Apr/84	X				1100
	Conrades, George H.		S	Apr/84			700		5730
INTERPROVINCIAL PIPE LINE LIMITED	Fitzpatrick, Francis W. RRSP	Common	D	--					6919
	Haskayne, Richard F.	13.4% Series A Debentures	D	Apr/84			\$110000		500
	St. John, J. Neil Savings Plan	Common	S	-- Mar/84	1		11		\$110000
INTERPROVINCIAL PIPE LINE (NW) LTD.	Sheasby, Edward G.	Series A Deb.	S	--					5
	Pachbrgo Holdings Limited			--		IR1			19
INVESTORS GROUP, THE	Desmarais, Paul Power Financial Corp. Ltd.	Class A	B	--					\$10000
	Power Corp. of Canada Ltd.			Apr/84	1		5787910		5787910
				Apr/84	1		5787910		---
	Desmarais, Paul Power Financial Corp. Ltd.	Common	B	--					
INVERNESS PETROLEUM LTD.	Power Corp. of Canada Ltd.			Apr/84	1		6802635		6802635
				Apr/84	1		6802635		---
	Campbell Resources Inc. Skye Resource Mines Inc	Common	B	Apr/84 --	1		100000		65200
JOREX LIMITED	Pletcher, James H.	Common	D	Mar/84			269400		4697566
LA VERENDRYE MANAGEMENT CORPORATION	Lavigne, Marc	Class A	DS	Apr/84			25		454378
	Stock Option Plan			--	1				31489
	Plante, Gilles		S	Apr/84			25		10806
									4893

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LA VERENDRYE MANAGEMENT CORPORATION (Continued)	Plante, Gilles Stock Option Plan	Class A	S	--	1			1500
LACANA MINING CORPORATION	Eplett, William S.	Common	D	Apr/84			456	---
LAIDLAW TRANSPORTATION LIMITED	Needler, Laurence J. Fairway Heights Investments Ltd.	First Pref. E	DISI	--				
LEHNDORFF CANADIAN PROPERTIES	Janes, Ronald T. Amended	Units	DISI	Feb/84	3000		8600	238203
LONDON SILVER CORPORATION	Schaffer, Michael Indirect Holdings	Common	S	--	IR	1000		4000
LOUISIANA LAND AND EXPLORATION COMPANY, THE	Phillips, John G.	Common	DS	Apr/84	G		50	6875
LUMONICS INC.	Gardner, Charles J.	Common	D	Feb/84			250	---
	Noranda Enterprise Limited		B	--	IR			30000
MACKENZIE FINANCIAL CORPORATION	Maguire, Michael M. Indirect Holdings	Common	D	Apr/84		12000		21000
MACLEAN HUNTER LIMITED	Campbell, Donald G. Amended	Common Class X	DS	Jan/84	T	2940		104562
	Latimer, Radcliffe R.	Common	D	--	IR			500
	Metcalf, Frederick T.	Convertible Debentures	DS	Apr/84		\$25000		\$25000
MAGNASONIC CANADA INC	Agardora Inc.	Common	B	--	IR			300000
MAJESTIC CONTRACTORS LIMITED	Harrison, Norman A. RRSP	Common	S	--	1	200		15999
MASCOT GOLD MINES LIMITED	Campbell Resources Inc. Giant Mascot Explorations Limited	Common	B	Apr/84		2200		836862
MASSEY-FERGUSON LIMITED	Rice, Victor A. Son	Common	DS	Apr/84		400		3533551
			--	--	1			701
								2



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
						1000	1000	1000
MASSEY-FERGUSON LIMITED (Continued)	Warrender, Robin H.	Common	D	Apr/84				
MCDONALD'S CORPORATION	Behan, Frank S.	Common	S	Apr/84	A	731		5410
	Weller, Berthold L.		S	May/83	C	30		30
MERLAND EXPLORATIONS LIMITED	Youck, Frederick A.	Common	S	--				35
	RRSP			Apr/84	1	766		6992
MESA PETROLEUM CO.	Corley, Ivy T.	Securities	S	--	IR			---
MESTON LAKE RESOURCES INC.	Bodnar, Jr. Georges Penelope Exploration Inc.	Class B	DSB	--			200000	---
	Campbell Resources Inc.			Apr/84	1			
MIDCON OIL & GAS LIMITED	Streit, Charles W.	Common	B	Apr/84		200000		1477999
MIDLAND DOHERTY FINANCIAL CORPORATION	Kay, Robert F.	Common	D	Apr/84	M	2200	700	10800
	RRSP			Apr/84	M 1	700		700
MIKES SUBMARINES INC.	Reim, William M.	Common	DS	Apr/84		3800		155000
MITEL CORPORATION	Mackie, J. James	Preferred	S	Feb/84		236		236
MOFFAT COMMUNICATIONS LIMITED	Davis, William A. Indirect Holdings	Common	S	-- Apr/84	1	50		14646
MOLSON COMPANIES LIMITED, THE	Barford, Ralph M. Valford Holdings	Class A Common	D	-- Jan/84 Apr/84	1 1	20 22		275
	Brace, H. Hollis		DI	Mar/84			2000	2800
	Pratt, Christopher C.		DI	--	IR			288
	Riley, John D.	Class A	D	Apr/84		212		1024
MONARCH INVESTMENTS LIMITED	Taylor Woodrow plc Taylor Woodrow Holdings Ltd.	Common	B	--				
				Apr/84	1	200		1892112
MONENCO LIMITED	Fredette, J. G.	Common	DS	Oct/83			400	100
MORGAN HYDROCARBONS INC	McCartney, William	Common	S	Apr/84		600		1666000

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MURPHY OIL COMPANY LTD.	Farquharson, Robert G. Savings Plan	Common	DS	Mar/84 1983-4	X	1000 180		3000 1816
	Gould, John A. RRSP		S	Mar/84 Mar/84 --	X -- 1	3000	2900	130 1280
MUSCOCHO EXPLORATIONS LIMITED	McAdam, John	Common	DS	Mar/84 Apr/84			10000 15000	188461 173461
	Vachon, Alain		DS	--	IR			5000
NATIONAL BANK OF CANADA	Brooks, Harvey L.	Common	S	Mar/84		40		410
	Guenette, Francoise		S	1983-4 1983-4		141	643	2
	Pratt, Yves		D	Dec/83		217		517
NATIONAL SEA PRODUCTS LIMITED	Dickson, Frederick J.	Common	D	--	IR			100
NATIONAL TRUST COMPANY, LIMITED	Victoria and Grey Trustco Limited	Common	B	--	IR			460614
NOR-ACME GOLD MINES LIMITED	Sheridan, William J. V.	Common	D	--	IR			10000
NORANDA MINES LIMITED	Balogh, Alexander G.	Common	S	Mar/84		302		12674
	Corlett, Gary H.		S	Mar/84		243		2243
NORCEN ENERGY RESOURCES LIMITED	Bane, Thomas G. Indirect Holdings	Voting Ordinary	DI	Apr/84		500		931
	Chant, Dixon S.	7.75% Conv. Jr. Series 83 Preference	D	Apr/84 Apr/84	1	500		500
						1000		1500
NORTHERN TELECOM LIMITED	Butler, Owen B.	Common	D	--	IR			100
	Light, Walter F.	Class A Pref. Series 1	D	Apr/84		1000		1000
	Mercier, Denis RRSP	Common	SI	-- --				345
					IR1			

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END
						ACQUIRED	DISPOSED	ACQUIRED	DISPOSED	
NORTHERN TELECOM LIMITED (Continued)	Moore, John H.	Preferred	D	Apr/84		500				500
	Oreffice, Paul F. Dividend Reinvestment & Stock Purchase Plan Trust	Common	D	--						300
				Mar/84	1		1			2
				--	1					1200
	Payette, Thomas A.	Class A Pref. Series 1	S	--	IR					200
NORTHLAND BANK	Love, Richey B.	Common	D	Apr/84		202100				250000
NORTHWEST DRUG COMPANY LIMITED	Barsoumian, Sam	Common	D	--	IR					5000
	Turner, Hugh Dominion Securities Ames		DS	--	IR					12987
				--	IR1					300
	Vickerson, Donald S. Stony Plain Pharmacy Grove Drugs Victoria Vickerson		D	--	IR					1200
				--	IR1					4500
				--	IR1					1000
				--	IR1					400
NOVA, AN ALBERTA CORPORATION	Kromand, Verner B.	Common	S	Apr/84				1200		4162
	Southern, Ronald D. Indirect Holdings	6 1/2 Conv. 2nd Preferred	D	--						
				Mar/84	1			2000		---
	Southern, Ronald D. Indirect Holdings	Common A	D	--						
				Mar/84	1			1000		1000
NU-WEST GROUP LIMITED	Kennedy, Paul I. Danimike Development Corporation Ltd.	Class A	S	Mar/84				869		---
				Mar/84	1			3000		2000
	Kennedy, Paul I. Danimike Development Corporation Ltd.	Class C	S	Mar/84				47		---
				Mar/84	1			1000		---
	Maitland, J. Keith Indirect Holdings	11.5% Deb.	S	--						
				--	IR1					\$1000
	Maitland, J. Keith	Class A Conv.	S	--	IR					7
NUFORT RESOURCES INC.	O'Brien, W. J.	Common	D	--	IR					2000

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NUMAC OIL & GAS LTD.	Baker, Donald F.	Common	S	Apr/84			2000	42080
O'TOOLE'S FOOD CORPORATION	McGrath, Denis Nominee	Common	DSB	-- Apr/84	1		250000	434000
OCELOT INDUSTRIES LIMITED	Lyons, James V.	Class B	DS	Apr/84		2700		3292819
OMEGA HYDROCARBONS LTD	Hall-Staples, Bonnie C.	Common	S	Apr/84			1000	81000
PACIFIC CASSIAR LIMITED	Kenyon, John M.	Common	S	Apr/84			1800	115900
PALOMA PETROLEUM LTD.	Adams, Robert J. Canadian-American Paloma Holdings Compass of Canada	Common	B	-- Apr/84 -- --	1 1 1	3200		83132 7871988 1480
PANHANDLE EASTERN CORPORATION	Anderson, William P.	Common	S	Apr/84 Apr/84 Apr/84	X	17973		
							7973 10000	---
PARKLAND RESOURCE EXPLORATIONS LIMITED	Boring, Jr. Mac O. Mingay, Cameron A.	Common	D	Apr/84 --			23000	21000
					IR			50000
PENNZOIL COMPANY	Carruth, Allen H. John L. Wortham & Son	Common	D	-- --	IR IR1			1000 1500
	Fanjul, Jr. Alfonso Osceola Farms Co.		D	-- --	IR IR1			200 30000
PLACER DEVELOPMENT LIMITED	Ryan, Bartholomew C.	Common	D	Feb/84		1000		1000
PLEXUS RESOURCES CORPORATION	Thomas, Craig D.	Common	D	Apr/84			2000	10639
	Zuk, Michael P.	10% Series B Convertible Debentures Due 1988	D	--	IR			\$650000
POLYCOM SYSTEMS LIMITED	Anderson, Thomas L.	Common	S	Apr/84			4000	3500
POMINEX LTD.	Rankin, Donald T.	Common		Apr/84			7000	93300
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Rogers, Kenneth C.	Common	D	Mar/84		48		704
	Weston, Josh S.		D	--	IR			300

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
QUAKER OATS COMPANY, THE	Howell, Jr. R. Thomas	Common	S	Apr/84 Apr/84	X	680	167	893
QUARTZ CRYSTALS MINES LTD.	Stelk, Russell C.	Common	DSB	Apr/84			100	288944
RAM PETROLEUMS LIMITED	Opekar, Richard J.	Common	S	Apr/84		225		6205
	Opekar, Vivien		S	Apr/84		225		7149
RAVLLOYD RESOURCES LIMITED	B.C.K. Investments & Enterprises Limited Voting Trust Agreement	Common	B	--				
	Bertram, Edward J.			Dec/83	1	50467		50167
	Bristow, Lloyd T.		D	Dec/83	M	33667		33667
	Coutts, Gordon M.		D	Dec/83	M	38542		85867
	Gable, Jack H.		D	Dec/83	M	33333		53557
	Gordon, Kenneth		D	Dec/83	M	26500		26889
	Griffiths, P. G.		D	Dec/83	M	41667		41667
	Kennedy, James A.		D	Dec/83	M	36667		36667
	McAllister, George		D	Dec/83	M	36667		56042
	Ramsay, R. G.		D	Dec/83	M	10000		36667
	Rocamora, Norman E.		D	Dec/83	M	36667		172958
	Sandstrum Investments Limited			Dec/83	M	63333		60667
	Smith, Alvin S.		D	Dec/83	M	54313		96667
	Woodcock, Frank W.			Dec/83	M	33413		56146
REALCAP HOLDINGS LIMITED	Ades, David S.	Class A	D	--				33413
	D. Ades Mgmt Co. DPSP			Apr/84	1	1400		231787
	RRSP			Apr/84	1	67		4233
				--	1			10535
	Coe, Roger I. DPSP		S	-- Apr/84	1	33		2117



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
REALCAP HOLDINGS LIMITED (Continued)	Coe, Roger I. RRSP Wife	Class A	S	-- --	1 1			1600 1400
REED STENHOUSE COMPANIES LIMITED	Gordon, Donald W.	Class A Common	D	Mar/84		35		7410
RENAISSANCE ENERGY LTD.	Wood, David B.		S	Mar/84	T	29		6672
REVELSTOKE COMPANIES LTD.	Matthews, Wilmot L. Other Indirect	Common	D	Apr/84 --		43001 1		221907 53093
	Stollings, Robert Rostol Holdings Ltd.	Common A	D	-- Mar/84	1	2400		8400
	Stollings, Robert Rostol Holdings Ltd.	Common B	D	-- Mar/84	V 1	480		1680
REVENUE PROPERTIES COMPANY LIMITED	Habstrust Inc.	Class B	B	Apr/84			95800	1846092
ROXY PETROLEUM LTD.	Ronald, T. Iain RRSP	Common Series B	D	-- --	IR IR1			2000 600
ROYAL BANK OF CANADA, THE	Rossiter, Philip J. Amended	Capital	S	Mar/84		328		908
	Taylor, Paul A. Amended	Common	S	Mar/84		316		316
RUPERTSLAND RESOURCES CO. LTD	Bradshaw, John	Common	S	--	IR		25	
ST ANDREW GOLDFIELDS LTD	Morlock, James H.	Warrants	S	Apr/84			6000	14500
SEABOARD LIFE INSURANCE COMPANY	Friends' Provident Life Office	Common	B	Apr/84		330		550274
SEAQUEST ENERGY LTD.	Kloepfer, C. Victor	Common	DB	Apr/84		187100		773775
SEEK RESOURCES LTD.	Picard, Irving R. Bluebell Enterprises	Common	DS	Apr/84 --	1	1000		168587 954359
SELKIRK COMMUNICATIONS LIMITED	MacKay, John S.	Class A	DS	May/84		6149		256181
SHADOWFAX RESOURCES LTD.	Schwartz, Harry Cisary Management	Common	-- Apr/84		1	3500		84500 16900
SILVER LAKE RESOURCES INC.	Eplett, William S.	Common	DS	Apr/84			2000	238400

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SILVERTON RESOURCES LTD.	Campbell, Harry S. Other Indirect	Common	D	Apr/84 --	1	2500		38007 1700
SILCORP LIMITED (FORMERLY SILVERWOOD IND. LTD)	Excelsil Corporation	Class B	B	Apr/84		7200		234790
	Ridout, Derek M.	Class A	S	--	IR			4800
STANDARD OIL COMPANY (INDIANA)	Adams, Leland C.	Common	D	Apr/84	G		63	37052
	Cozad, James W. Employee Savings Plan		DS	Apr/84 --	G		1718	23831 3300
	Peirson, Walter R.		DS	Apr/84	G		120	25955
	Redmond, Terence B. By wife as Trustee for Children		S	Apr/84 --	G		687	11206
	Gray, Ross E. S.	Common	S	Apr/84	T	96		5420
STANDARD TRUSTCO LIMITED	Kates, Paul A. Deferred Profit Sharing Plan of Kates Duncan and Associates Limited		D	Apr/84		39		100 1876
	Wood, James Dividend Reinvestment and Share Purchase Plan		DS	Apr/84 Oct/83 Apr/84	1 1	17 20		987
	West, Garry L.	Securities	SI	--	IR	2		112
STATES EXPLORATION LTD.	Cleman, M. William	Class A	SI	--	IR	5		244
STEINBERG INC.	Gieck, Dennis R.	Common	S	May/84		1000		---
STRAND OIL & GAS LTD.	Fraser, Robert D. Frasco Management Ltd.	Common	B	-- Mar/84	1	7000		1
SULPETRO LIMITED	Chapman, Bruce H. Other Indirect	Common	S	Apr/84 --	1	36000		206500 810000 2170000
SYDNEY DEVELOPMENT CORPORATION	Williams, Penelope Tarpen Construction Company			-- Mar/84				113666 2300 2600
						13950		51600

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SYDNEY DEVELOPMENT CORPORATION (Continued)	Williams, Tryon M.	Common	DS	--				449944
	Tarpen Construction Company			Mar/84	1	13950		121048
TECSYN INTERNATIONAL INC.	Building Products of Canada Limited	Common	B	--	IR			80000
TELEDYNE CANADA LIMITED	Cox, Jr. Townsend C.	Common	DS	Apr/84	500			1500
TERRA MINES LTD.	Shaw, Gordon H.	Common	DS	Apr/84 Apr/84	17600		20000	105847
	Sveinson, Frederick J.		S	Oct/83			100	400
	RRSP			Jan/84	T	20		420
	Other Indirect			Jan/82	1	5		2025
				Jan/84	T 1	100		2125
TEX-SOL EXPLORATIONS LIMITED	Nemis, Richard E.	Common	D	Nov/83			5000	10000
TEXAS INTERNATIONAL COMPANY	Dickerson, Frank M.	Common	S	Apr/84	3000			3000
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	Scott, Priscilla J. M.	Common	SI	--	IR			5388
	Third Canadian General Investment Trust Limited	First Pref. Series A		Apr/84	R	100		32150
	Wright, Donald J. A.	Securities	DISI	--	IR			---
	Wright, Lillian M.L.M. Castor Lake Holdings Limited	Common	DISI B	--				
				--	IR1			218794
	Wright, Patric O. G.		DSI	--	IR			5016
TD MORTGAGE CORPORATION	Toronto-Dominion Bank, The	Common	B	--	IR			174492000
TORONTO-DOMINION BANK	Hudson, James F.	Common	S	Apr/84	23			1700
	Marini, Guido A. Wife		S	--				3216
	Other Indirect			Apr/84	1	152		608
				--	1			518
	McCann, Noel S.		S	Apr/84		18		1478
	McIntosh, William G.		S	--				2105

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TORONTO-DOMINION BANK (Continued)	McIntosh, William G. Wife	Common	S	Apr/84	1	1000		1000
	Pension Fund Society, The of Toronto-Dominion Bank, The			Apr/84		20560		821440
TORSTAR CORPORATION	Biagini, John F.	Securities	SI	--	IR			---
TRADERS GROUP LIMITED	Marchment, Alan R.	Class A Common	DS	Apr/84	T	5		1010
	McCutcheon, Frederic Y.	Class A	D	Apr/84		499		88122
TRANSCANADA PIPELINES LIMITED	Mercier, Denis RRSP	Common	SI	--	IR1			50
TRI-STAR RESOURCES LTD	Copetrex Oil & Gas Co. Ltd.	Common		--	IR			70900
	Jeffrey, Paul G.		D	--	IR			6000
	Ogden, John P.	Securities	S	--	IR			---
	Pearson, Robin B.	Common	D	--	IR			10166
	Phillips, Glen A.		D	--	IR	20000		1600
				May/83	X		11400	10000
				May/83			10000	---
				Sept/83				
				Jan/84	X	50000		
				Jan/84			18000	32001
	Rittershaus, Gerald E.		D	--	IR			40500
	Roth, Manfred		D	--	IR			1007026
	Siebert, Rudolf		DB	--	IR			929566
TRIMAC LIMITED	Bailey, Franklin T.	Common	S	Apr/84			800	13444
TRIZEC CORPORATION LTD.	Gooch, Phillip W.	Class A	S	Apr/84 Apr/84	X	500	500	---
		Class B		Apr/84		500		500
		Preferred Class B Series 3		Apr/84		50		50

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TRIZEC CORPORATION LTD. (Continued)	Olympia & York Developments Limited Olympia & York Holdings Corporation	Class B Series 3 Pref.	B	--				
TRITEX PETROLEUM CORP.	Rash, Mark M. Rash & Co. Limited	Common	B	Apr/84	1		50000	82975
TWIN RICHFIELD OILS LTD.	Valentine, Roland T. RRSP	Class A	DS	Apr/84	1	1200		62926 8750
	Valentine, Roland T. RRSP	Class B		Apr/84	1	100		63835 9950
UNION CARBIDE CORPORATION	Wriston, Kathryn D.	Common	D	Apr/84		200		500
UNITED HEARNE RESOURCES LTD.	Brazier, George R.	Common	D	--	IR			2000
VAN DERHOUT ASSOCIATES LIMITED	Van Der Hout, John B.	Common	DS	Apr/84		1000		38800
WABIGON RESOURCES LIMITED	Multivest Financial Services Limited	Common	DSB	Apr/84		1500		213780
WAFERBOARD CORPORATION LIMITED	Lavigne, J. Conrad	Common	D	Feb/84		445		25626
	JCL Corp. Lavicon Limited			Feb/84	1	420		36390
WAJAX LIMITED	Harvey, Frank G.	Class A Common	DS	Apr/84			5000	35000
HIRAM WALKER RESOURCES LTD.	Safrance, Charles F.	Common	SI	Dec/83		48		1232 225
WARDAIR INTERNATIONAL LTD.	Walker, Brian Amended	Class A	S	Apr/84		1300		1300
WELWOOD OF CANADA LIMITED	Rushton, Mark R.	Common	S	Apr/84	T	108		368
WEST HILL ENERGY INC.	Batler, Emanuel	Securities	D	--	IR			---
	McGorman, Donald J.		D	--	IR			---
	Randall, Stanley J.		D	--	IR			---
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	Cummer, William J. Wife	Common	DS	Apr/84			10000	20000
				--	1			3600



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
WESTLEY MINES LIMITED	Bennett, Winslow W. Winwood Holdings Ltd.	Common	D	--	IR1			7875
	Brown, Michael J.	Securities	D	--	IR			---
	Pearson, John		D	--	IR			---
	Hampton, R. O. Other Indirect	Common	DS	Apr/84 --	1		1000	3000 210
WESTMIN RESOURCES LIMITED	Hartley, William B. Trustee		S	Jan/84 Jan/84 --	X 1	8000	9000	---
	Killick, John B. Trustee		S	-- Jan/84 Feb/84 Mar/84 Apr/84	1 1 1 1	53 57 52		2543
	Soregaroli, Arthur E. Other Indirect		S	Mar/84 Mar/84 --	X 1	4000	2000	12800 1839
	McComb, Philip C.	Common		Apr/84			339	20262
WOODWARD STORES LIMITED								

REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
MIDLAND DOHERTY LIMITED	-----	Resources of Canada Fund	Apr/84	Alcan Aluminum 50 Call May/45
"	"	"	Apr/88	BP Resources Canada Ltd. 5,000 Common Shares
"	"	"	Apr/88	Lac Mineral 3,000 Common Shares
"	"	"	Apr/88	Regional Resources 20,000 Common Shares
"	Resources of Canada Fund	-----	Apr/84	Alcan Aluminum 50 Call Aug/45
"	"	"	Apr/84	Asamera 70 Call July 12 1/2
"	"	"	Apr/88	Bow Valley 50 Call July 25
"	"	"	Apr/88	Lac Mineral 30 Call Sept 40
PRINCIPAL SECURITIES MANAGEMENT LIMITED	Collective Mutual Fund Ltd.	Athabasca Holdings Limited	Feb. 16, 1984	176 Special Shares
"	"	"	Mar. 16, 1984	171 Special Shares
"	"	Cormie Ranch Ltd.	Feb. 29, 1984	62 Special Shares
"	"	"	Mar. 21, 1984	60 Special Shares
"	"	Cormie, Donald M.	Feb. 6, 1984	2688 Special Shares
"	"	"	Mar. 20, 1984	1009 Special Shares
"	"	Cormie, Eivor E.	Feb. 5, 1984	6 Special Shares
"	"	"	Mar. 5, 1984	6 Special Shares
"	"	"	Mar. 20, 1984	50 Special Shares
"	"	Cormie, P. Shannon	Feb. 6, 1984	13 Special Shares
"	"	"	Mar. 6, 1984	13 Special Shares

REPORT UNDER SECTION 113 OF THE ACT

<u>MANAGEMENT COMPANY</u>	<u>SELLER</u>	<u>PURCHASER</u>	<u>DATE OF TRANSACTION</u>	<u>NATURE OF TRANSACTION</u>
PRINCIPAL SECURITIES MANAGEMENT LIMITED (CONTINUED)				
"	"	Collective Mutual Fund Ltd.	Cormie, Robert E.	6 Special Shares
"	"	"	Mercer & Williams Agency Ltd.	138 Special Shares
"	"	"	"	132 Special Shares
"	"	"	Mitchell, D. G.	17 Special Shares
"	"	"	"	17 Special Shares

CHAPTER 8  
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 01, 1984	Segal, Herschel	ACCESS BANKING NETWORK INC. CONVERTIBLE DEBENTURE	\$200,000	One
Apr. 27, 1984	130338 Canada Inc.	ANARION HOLDINGS LTD. DEMAND DEBENTURE	5,000,000	One
Apr. 18. 1984	Laidlaw, Nicholas	AND TIME PASSES IN A FLASH OF LIGHTNING - INTREST IN FILM	10,000	16% Interest
"	Schonberg, Michel	" "	5,000	8% Interest
May. 01, 1984	Edcan & Co. A/C 104303	AVCO FINANCIAL SERVICES CANADA LTD. - 12 3/4% GUARANTEED NOTES	Par	850,000
"	Edcan & Co. A/C 200303	" "	"	2,000,000
"	Edcan & Co. A/C 752353	" "	"	100,000
"	Montowr & Co. A/C T-909-450	" "	"	275,000
"	Monvan & Co. A/C 900930	" "	"	2,000,000
"	National Trust Company A/C TE008502-000-004	" "	"	750,000
"	Sun Life Assurance Company of Canada	" "	"	6,000,000
"	Vale & Co. A/C 384060	" "	"	4,000,000
Apr. 16, 1984	Arnsby, Michael	BENEFIT PARTNERSHIP NUMBER FOUR - UNITS	24,000	3 units
"	Buckana, Stewart	" "	16,000	2 units
"	Coleman, Ronald	" "	24,000	3 units



REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 16, 1984	Dudley, Dennis K.	BENEFIT PARTNERSHIP NUMBER FOUR - UNITS	\$48,000	6 units
"	Evans, Glen	"	24,000	3 units
"	Johnston, Bruce	"	16,000	2 units
"	Laughlin, Susan	"	"	2 "
"	Lister, Bruce H.	"	24,000	3 units
"	Smith, David W.	"	"	3 "
"	Young, Donald	"	"	3 "
Apr. 30, 1984	Trizec Equities Limited	BRAMALEA LIMITED - 8 3/4% DEBENTURES	100,000,000	\$100,000,000
Apr. 30, 1984	Trizec Equities Limited	BRAMALEA LIMITED - COMMON SHARES	60,010,000	3,530,000 shares
Mar. 27, 1984	National Trust Company Limited Van E 2048 (Amending Entry in April 6, 1984 Bulletin	CHRYSLER CREDIT CANADA LTD. DEBENTURES	200,000	\$200,000
Apr. 26, 1984	London Life Insurance Company	FIRST CITY TRUST COMPANY EVIDENCE OF INDEBTEDNESS TO MAKE MONTHLY PAYMENTS OF \$22, 500 FROM 05/01/84 TO 03/01/88	845,959	\$845,959
Mar. 30, 1984	Turpin, Garth	INTERNATIONAL BASLEN ENTERPRISES LIMITED COMMON SHARES	150,000	600,000 shares
Mar. 05, 1984	Brimbecom, Ross	MOTION CONTROL SYSTEMS INC. COMMON SHARES	4,000	8,000 shares
May. 01, 1984	London Life Insurance Company	NATIONAL BANK OF CANADA EVIDENCE OF INDEBTEDNESS TO MAKE MONTHLY PAYMENT OF \$49, 040 FROM 05/01/84 TO 04/01/88	1,894,341	\$1,894,341

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 25, 1984	Bank of Nova Scotia, The	POWER FINANCIAL CORPORATION COMMON SHARES	\$17,250,000	1,000,000 shares
"	Caisse de depot et placement du Quebec	"	103,500,000	6,000,000 shares
"	Royal Bank of Canada, The	"	17,250,000	1,000,000 shares
Apr. 17, 1984	Forchia, Antonio	RADO REEF RESOURCES INC. COMMON SHARES	25,200	72,000 shares
"	Forchio, John	"	"	72,000 "
"	George Armstrong Investments Ltd.	"	25,000	71,428 shares
"	Kean, John	"	25,200	72,000 shares
"	Kelly, Sophie	"	"	72,000 "
"	Lavigne, J. Conrad	"	7,000	20,000 shares
"	Leone, Lucio	"	25,200	72,000 shares
"	Leone, Mary D.	"	"	72,000 "
"	Narduzzi, Euro	"	8,000	22,857 shares
"	Numainville, Rene	"	25,000	71,428 shares
"	Powell, Darla S.	"	14,000	40,000 shares
"	Smith, Robert G.	"	25,000	71,428 shares
"	Whyte, Chuck	"	5,000	14,285 shares
May. 03, 1984	Donbarn Investments Limited	SARLOS & ZUKERMAN FUND, THE UNITS	500,000	500 units

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 03, 1984	Nautical Investments Limited	SARLOS & ZUKERMAN FUND, THE UNITS	\$500,000	500 units
Feb. 16, 1984	Loblaws	SCANNAR INDUSTRIES INC. PROMISSORY NOTE AND DEBENTURE	1,150,000	One
Dec. 22, 1983	Ameis, Arthur	SHARON, LOIS & BRAM AND FRIENDS - UNITS	2,500	1 units
"	Berger, Alex	" "	5,000	2 units
"	Flak, Edred A.	" "	2,500	1 units
"	Freebury, David R.	" "	"	1 "
"	Futerman, Jack	" "	"	1 "
"	Gundy, Michael B.	" "	12,500	5 units
"	Krakowdsky, Harry	" "	2,500	1 units
"	Kurtz, Sonia	" "	5,000	2 units
"	Lambert, David	" "	2,500	1 units
"	Leszcz, Melyn	" "	"	1 "
"	Lieberman, Archie	" "	"	1 "
"	Owen, Frances M.	" "	"	1 "
"	Rice, Wallace	" "	"	1 "
"	Slonin, Rodney	" "	"	1 "
"	Zipursky, Sheldon	" "	"	1 "
Dec. 22, 1982	Buchalter, Sheldon P.	SHARON, LOIS & BRAM AT THE YOUNG PEOPLE'S THEATRE - UNITS	2,000	1 units

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 22, 1982	Gundy, Michael B.	SHARON, LOIS & BRAM AT THE YOUNG PEOPLE'S THEATRE - UNITS	\$12,000	6 units
Dec. 22, 1984	Krakowsky, Harry	" "	2,000	1 units
"	Lieberman, Archie	" "	"	1 "
"	Rice, Wallace	" "	"	1 "
"	Sadavoy, Joel	" "	"	1 "
"	Slonin, Rodney	" "	"	1 "
"	Sussman, Jack	" "	"	1 "
"	Yufe, Robert	" "	"	1 "
"	Zipursky, Sheldon	" "	"	1 "
Apr. 30, 1984	Simmons, C. Jane	TALCORP LIMITED - \$3.00 CONVERTIBLE PREFERENCE SHARES	181,868	66,134 shares
"	Simmons, R. Jeffrey	" "	"	66,134 "
"	Simmons, T. Britt	" "	"	66,134 "
"	Simmons, Thomas G.	" "	1,091,684	396,967 shares
"	Simmons, Verna E.	" "	727,710	264,622 shares
Apr. 24, 1984	A.I.L. - Alberta Investments Ltd.	TIME AIR (1982) LTD. CLASS A COMMON SHARES	199,838	277,000 shares
"	Heathcliff Greenhouses Ltd.	" "	151,502	210,000 shares
"	I.X.L. Industries Ltd.	" "	721,440	1,000,000 shares
"	Michaud Investments Ltd.	" "	100,000	138,612 shares

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 24, 1984	O'Sullivan Resources (1) Limited	TIME AIR (1982) LTD. CLASS A COMMON SHARES	\$64,022	88,743 shares
"	Rostol Holdings Ltd.	" "	180,360	250,000 shares
"	Saskatchewan Government Insurance	" "	252,504	350,000 shares
"	Saunders Investment Limited	" "	360,720	500,000 shares
"	Stanley, Donald R.	" "	233,634	323,845 shares
"	Vengrowth Capital Fund	" "	1,250,000	1,732,646 shares
Apr. 27, 1984	Morguard Trust Company of Canada	TRIZEC CORPORATION LTD. CLASS B SERIES 3 SENIOR PREFERRED SHARES	500,000	50,000 shares



RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Apr. 27, 1984	Jul. 20, 1982	Dalcun Investments Limited	ANSIL RESOURCES LTD. COMMON SHARES	\$112,500	150,000 shares
Apr. 13, 1984	Feb. 15, 1977	Canada Permanent Trust Company	BRITISH COLUMBIA TELEPHONE COMPANY - PREFERRED	5,625,000	225,000 shares

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Dingwall, William G.	DAVIDSON TISDALE MINES LIMITED - COMMON SHARES	43,400 shares
Kent, Kenneth R.	" "	51,001 "



CHAPTER 9

TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 CEMP INVESTMENTS LIMITED

9.1.2 SECO-CEMP LIMITED

9.1.3 HOLLINGER ARGUS LIMITED

9.1.4 LABMIN RESOURCES LIMITED

9.1.5 MCCAIN FOODS LIMITED

9.1.6 TAVISTOCK UNION CHEESE AND BUTTER LIMITED

9.1.7 POWER FINANCIAL CORPORATION

9.1.8 THE INVESTORS GROUP

9.1.9 ULSTER PETROLEUMS LTD.

TAKE-OVER BIDS, ISSUER BIDS

CEMP INVESTMENTS LIMITED \*  
(OFFEROR)

SECO-CEMP LIMITED  
(OFFEREE)

HOLLINGER ARGUS LIMITED \*  
(OFFEROR)

LABMIN RESOURCES LIMITED  
(OFFEREE)

MCCAIN FOODS LIMITED \*  
(OFFEROR)

TAVISTOCK UNION CHEESE AND BUTTER LIMITED  
(OFFEROR)

POWER FINANCIAL CORPORATION #  
(OFFEROR)

THE INVESTORS GROUP  
(OFFEREE)

NOTICE OF INTENTION - FORM 35

ULSTER PETROLEUMS LTD.

\* Cash Offer  
# Share Exchange



CHAPTER 10  
CONTINUOUS DISCLOSURE FILINGS

## Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
519918 ONTARIO LIMITED	APPLICATION
A.E. LEPAGE CAPITAL PROPERTIES	PRESS RELEASE
ABITIBI RESOURCES LTD.	PRESS RELEASE
ABITIBI-PRICE INC.	IFS 3 MN MR 31 84
ACKLANDS LTD.	CERTIF. OF MAILING
ACKLANDS LTD.	SHRHLDRS. MTNG. MAT.
ACTION TRADERS INC.	EARNINGS FOR THE 3 M
AHED CORPORATION	CERTIF. OF MAILING
AHED CORPORATION	SHRHLDRS. MTNG. MAT.
AIGUEBELLE RESOURCES INC.	PRESS RELEASE
AIR CANADA	ANNUAL REPORT
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	IFS 3 MN MR 31 84
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	PRESS RELEASE
ALBERTA ENERGY COMPANY LTD.	SHAREHOLDER DIVIDEND
ALBERTA NATURAL GAS COMPANY LTD.	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	FIRST QUARTER RESULT
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	DIVIDEND NOTICE
ALCAN ALUMINIUM LIMITED	PRESS RELEASE
ALGOMA STEEL CORPORATION LIMITED	PRESS RELEASE
AMAX INC.	PRESS RELEASE
AMAX INC.	T.S.E. MATERIAL
AMAX INC.	FORM 8-K
AMBASSADOR INDUSTRIES LTD.	AUD. ANN. FIN. STMT.
AMBASSADOR INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
AMCA INTERNATIONAL LTD.	ANNUAL REPORT
AMCA INTERNATIONAL LTD.	PRESS RELEASE
AMCA INTERNATIONAL LTD.	PRESS RELEASE
AMCA INTERNATIONAL LTD.	SHRHLDRS. MTNG. MAT.
AMCO INDUSTRIAL HOLDINGS LIMITED	PRESS RELEASE
AMERICAN EXPRESS COMPANY	ANNUAL REPORT
AMERICAN EXPRESS COMPANY	SHRHLDRS. MTNG. MAT.
AMERICAN LEDUC PETROLEUMS LIMITED	IFS 6 MN FE 28 84
ANDRES WINES LTD.	PRIVATE PLACEMENTS
ANDROCK INC.	FORM 27-MAT. CHANGE
ANSER TECHNOLOGY INC.	PRIVATE PLACEMENTS
ANTHES INDUSTRIES INC.	ANNUAL REPORT
ANTHES INDUSTRIES INC.	SHRHLDRS. MTNG. MAT.
ANTHES INDUSTRIES INC.	CHANGE OF AUDITORS
ARC INTERNATIONAL CORPORATION	CERTIF. OF MAILING
ARC INTERNATIONAL CORPORATION	PRESS RELEASE
ASAMERA INC.	PRESS RELEASE
ASAMERA INC.	PRESS RELEASE
ASSOCIATE INVESTORS LIMITED	ANNUAL REPORT
ASSOCIATE INVESTORS LIMITED	AUD. ANN. FIN. STMT.
ASSOCIATE INVESTORS LIMITED	SHRHLDRS. MTNG. MAT.
ASSOCIATE INVESTORS LIMITED	PROSPECTUS

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ISSUER	TITLE
ASTRAL BELLEVUE PATHE INC.	PRESS RELEASE
ATLANTIC RICHFIELD COMPANY	PROXY NOTICE
ATLANTIC RICHFIELD COMPANY	PROXY SOLICITING MAT
ATLANTIC SUGAR LIMITED	PRIVATE PLACEMENTS
AUGDOME CORPORATION LIMITED	PRIVATE PLACEMENTS
AUGDOME CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
AUGDOME CORPORATION LIMITED	FORM 27-MAT. CHANGE
AUR RESOURCES INC.	FORM 27-MAT. CHANGE
BACHELOR LAKE GOLD MINES INC.	RESULTS FOR THE 3 MO
BANISTER CONTINENTAL LTD.	ANNUAL REPORT
BANISTER CONTINENTAL LTD.	SHRHLDRS. MTNG. MAT.
BANK OF MONTREAL	PRESS RELEASE
BANK OF NOVA SCOTIA	PROSPECTUS
BANKET INVESTMENTS PARTNERSHIP	RULING/ORDER/REASONS
BARRICK-CULLATON GOLD TRUST, THE	T. S. E. MATERIAL
BARRIER REEF RESOURCES LTD.	ANNUAL REPORT
BARRIER REEF RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
BARRTOR AMERICAN FUND	PROSPECTUS
BARYMIN EXPLORATIONS LIMITED	IFS 3 MN JA 31 84
BARYMIN EXPLORATIONS LIMITED	RULING/ORDER/REASONS
BAY TERRACE PARTNERSHIP	CERTIF. OF MAILING
BBC REALTY INVESTORS	IFS 3 MN MR 31 84
BBC REALTY INVESTORS	ADDRESS OF T. W. PIL
BBC-RI SERVICES LTD.	AUD. ANN. FIN. STMT.
BBC-RI SERVICES LTD.	PRELIM. PROSPECTUS
BEAU CANADA EXPLORATION LTD.	ANNUAL REPORT
BEAU CANADA EXPLORATION LTD.	PRESS RELEASE
BEAUTY COUNSELORS INTERNATIONAL INC.	FORM 27-MAT. CHANGE
BEDDINGTON COURT	FORM 28-ANN. FILING
BELGIUM STANDARD LIMITED	SOLICITATION OF PROX
BELL CANADA	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	PRESS RELEASE
BELL CANADA ENTERPRISES INC.	EXEMPT FINANCING NOT
BELORDIN INVESTMENTS PARTNERSHIP	RULING/ORDER/REASONS
BG CHECO INTENATIONAL LIMITED	AUD. ANN. FIN. STMT.
BG CHECO INTENATIONAL LIMITED	SHRHLDRS. MTNG. MAT.
BITECH ENERGY RESOURCES LIMITED	IFS 6 MN FE 29 84
BLYTHWOOD CONSOLIDATED RESOURCES LTD.	IFS 9 MN JA 31 84
BLYTHWOOD CONSOLIDATED RESOURCES LTD.	IFS 9 MN JA 31 84
BONANZA OIL AND GAS LTD.	AUD. ANN. FIN. STMT.
BONANZA RED LAKE EXPLORATIONS INC.	IFS 6 MN FE 29 84
BONAR INC.	PRELIM. PROSPECTUS
BOUNDARYVIEW PLACE LIMITED PARTNERSHIP	AUD. ANN. FIN. STMT.
BP RESOURCES CANADA LIMITED	PRESS RELEASE
BRALORNE RESOURCES LIMITED	PRESS RELEASE
BRAMALEA LIMITED	PRESS RELEASE
BRASCADE RESOURCES INC.	ANNUAL REPORT
BRASCADE RESOURCES INC.	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
BRASCAN LIMITED	IFS 3 MN MR 31 84
BRASCAN LIMITED	PRESS RELEASE
BRASCAN LIMITED	PRESS RELEASE
BRENDA MINES LIMITED	FINANCIAL RESULTS FI
BRENDA MINES LIMITED	PRESS RELEASE
BRENDA MINES LIMITED	SHRHLDRS. MTNG. MAT.
BRINCO LIMITED	SHRHLDRS. MTNG. MAT.
BRITISH AMERICAN BANK NOTE INC.	DIVIDEND NOTICE
BRITISH AMERICAN BANK NOTE INC.	SHRHLDRS. MTNG. MAT.
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BRITISH COLUMBIA RESOURCES INVESTMENT	PRESS RELEASE
BUDD CANADA INC.	PRESS RELEASE
BURNS FRY CANADIAN FUND	RULING/ORDER/REASONS
BURNS FRY FUND	RULING/ORDER/REASONS
BURNS FRY INVESTMENT MANAGEMENT LIMITED	RULING/ORDER/REASONS
BUSINESS WORLD SYSTEMS INC.	PRIVATE PLACEMENTS
BYTEC-COMTERM INC.	RULING/ORDER/REASONS
BYTEC-COMTERM INC.	APPLICATION
C-I-L INC.	IFS 3 MN MR 31 84
C-I-L INC.	PRESS RELEASE
CABLESHARE INC.	SIX MONTHS RESULTS E
CABLESHARE INC.	PRESS RELEASE
CALVERT GAS & OILS LIMITED	CHANGE OF AUDITORS
CAMCO INC.	ANNUAL REPORT
CAMFLO MINES LTD.	ANNUAL REPORT
CAMFLO MINES LTD.	SHRHLDRS. MTNG. MAT.
CAMPBELL RED LAKE MINES LIMITED	FORM 10K
CAMPEAU CORPORATION	FIRST QUARTER ENDED
CAMPEAU CORPORATION	PRESS RELEASE
CAMPEAU CORPORATION	DIVIDEND NOTICE
CAMPEAU CORPORATION	PRESS RELEASE
CAMRECO INC.	FORM 27-MAT. CHANGE
CAMURE INVETMENTS PARTNERSHIP	RULING/ORDER/REASONS
CANADA DEVELOPMENT CORPORATION	ANNUAL REPORT
CANADA DEVELOPMENT CORPORATION	SHRHLDRS. MTNG. MAT.
CANADA MALTING CO. LIMITED	LIST OF DIRECTORS AN
CANADA MALTING CO. LIMITED	PRESS RELEASE
CANADA MALTING CO. LIMITED	PRESS RELEASE
CANADA PACKERS INC.	PRELIMINARY REPORT T
CANADA PERMANENT INCOME INVESTMENTS	DIVIDEND RE-INVESTME
CANADA PERMANENT INVESTMENT FUND	APPLICATION
CANADA TRUSTCO MORTGAGE COMPANY	ANNUAL INFO. FORM
CANADA TUNGSTEN MINING CORPORATION	ANNUAL REPORT
CANADA TUNGSTEN MINING CORPORATION	CERTIF. OF MAILING
CANADA TUNGSTEN MINING CORPORATION	SHRHLDRS. MTNG. MAT.
CANADIAN CORPORATE MANAGEMENT COMPANY	IFS 3 MN MR 31 84
CANADIAN CURTISS-WRIGHT LIMITED	AUD. ANN. FIN. STMT.

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CANADIAN FOUNDATION COMPANY LTD.	SHRHLDRS. MTNG. MAT.
CANADIAN GENERAL ELECTRIC COMPANY	PRESS RELEASE
CANADIAN IMPERIAL BANK OF COMMERCE	EXTEL CARD
CANADIAN MANOIR INDUSTRIES LIMITED	PRESS RELEASE
CANADIAN MARCONI COMPANY	PRESS RELEASE
CANADIAN OCCIDENTAL PETROLEUM LTD.	IFS 3 MN DE 31 83
CANADIAN PACIFIC ENTERPRISES LIMITED	FINANCIAL RESULTS FO
CANADIAN PACIFIC ENTERPRISES LIMITED	PRESS RELEASE
CANADIAN PACIFIC ENTERPRISES LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PROPERTY INVESTORS TRUST	RULING/ORDER/REASONS
CANADIAN PROPERTY INVESTORS TRUST	APPLICATION
CANADIAN SATELLITE COMMUNICATIONS INC.	IFS 6 MN FE 29 84
CANADIAN TIRE CORPORATION LIMITED	ANNUAL REPORT
CANADIAN TIRE CORPORATION LIMITED	PRESS RELEASE
CANADIAN TIRE CORPORATION LIMITED	T.S.E. MATERIAL
CANADIAN TIRE CORPORATION LIMITED	SHRHLDRS. MTNG. MAT.
CANADIAN UTILITIES LIMITED	ANNUAL REPORT
CANADIAN UTILITIES LIMITED	ANNUAL REPORT
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANADIAN UTILITIES LIMITED	SHRHLDRS. MTNG. MAT.
CANADIAN UTILITIES LIMITED	SHRHLDRS. MTNG. MAT.
CANAMIN RESOURCES LTD.	AUD. ANN. FIN. STMT.
CANAMIN RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
CANBRA FOODS LTD.	AUD. ANN. FIN. STMT.
CANBRA FOODS LTD.	SHRHLDRS. MTNG. MAT.
CANE RESOURCES LTD.	PROSPECTUS
CANGENE CORPORATION	PRIVATE PLACEMENTS
CANLAN INVESTMENT CORPORATION	ANNUAL REPORT
CANLAN INVESTMENT CORPORATION	SHRHLDRS. MTNG. MAT.
CANREOS MINERALS (1980) LIMITED	PRIVATE PLACEMENTS
CANRON INC.	PRESS RELEASE
CANSHORE EXPLORATION LIMITED	AUD. ANN. FIN. STMT.
CANSHORE EXPLORATION LIMITED	SHRHLDRS. MTNG. MAT.
CANWEST FINANCIAL HOLDINGS LIMITED	NOTICE OF REDEMPTION
CARMA LTD.	PRESS RELEASE
CARMA LTD.	PRESS RELEASE
CAROLIN MINES LTD.	IFS 9 MN FE 29 84
CARUSCAN CORPORATION	CONSOLIDATED LOSS FO
CB PAK INC.	EXEMPT FINANCING NOT
CCL INDUSTRIES INC.	PRESS RELEASE
CELANESE CANADA, INC.	AUD. ANN. FIN. STMT.
CELANESE CANADA, INC.	PRESS RELEASE

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ISSUER	TITLE
CELANESE CANADA, INC.	CERTIF. OF MAILING
CELANESE CANADA, INC.	SHRHLDRS. MTNG. MAT.
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
CENTRAL TRUST COMPANY	IFS 3 MN MR 31 84
CENTRAL TRUST COMPANY	FIRST QUARTER RESULT
CENTRAL TRUST COMPANY	PRESS RELEASE
CENTRAL TRUST COMPANY	PRESS RELEASE
CENTRAL TRUST COMPANY	DIVIDEND NOTICE
CHANCE MINING AND EXPLORATION COMPANY	PRIVATE PLACEMENTS
CHANCELLOR ENERGY RESOURCES INC.	ANNUAL REPORT
CHANCELLOR ENERGY RESOURCES INC.	IFS 3 MN MR 31 84
CHANGELING ,THE	AUD. ANN. FIN. STMT.
CHARRIOT RESOURCES LTD.	IFS 6 MN FE 28 84
CHARRIOT RESOURCES LTD.	PRESS RELEASE
CHIBOUG COPPER CORPORATION LIMITED	ANNUAL REPORT
CHIEFTAIN DEVELOPMENT CO. LTD.	PRESS RELEASE
CHRYSLER CREDIT OF CANADA LTD.	PRELIM. PROSPECTUS
CINCINNATI ENERGY CORP.	CHANGE DIRECTORS
CINEPLEX CORPORATION	PRESS RELEASE
CINEPLEX CORPORATION	PRESS RELEASE
COGNOS INCORPORATED	IFS 6 MN FE 29 84
COHO RESOURCES LIMITED	T.S.E. MATERIAL
COIN LAKE GOLD MINES LTD.	ANNUAL REPORT
COIN LAKE GOLD MINES LTD.	CERTIF. OF MAILING
COIN LAKE GOLD MINES LTD.	SHRHLDRS. MTNG. MAT.
COLES BOOK STORES LIMITED	FORM 28-ANN. FILING
COLOMA RESOURCES LIMITED	AUD. ANN. FIN. STMT.
COLOMA RESOURCES LIMITED	IFS 3 MN MR 31 84
COLOMA RESOURCES LIMITED	SHRHLDRS. MTNG. MAT.
COLOR YOUR WORLD, INC.	PRESS RELEASE
COLUMBIA GAS SYSTEM INC.	FORM 8-K
COLUMBIAN NORTHLAND EXPLORATION LTD.	PRESS RELEASE
COMINCO LTD.	FIRST QUARTER RESULT
COMINCO LTD.	FIRST QUARTER RESULT
COMINCO LTD.	T.S.E. MATERIAL
COMINCO LTD.	DIVIDEND NOTICE
COMINCO LTD.	FORM 27-MAT. CHANGE
COMINCO LTD.	PRESS RELEASE
COMINCO LTD.	PRESS RELEASE
COMMERCE INCOME FUND	PROSPECTUS
COMMERCIAL OIL AND GAS LTD.	ANNUAL REPORT
COMMERCIAL OIL AND GAS LTD.	SHRHLDRS. MTNG. MAT.
COMMERCIAL OIL AND GAS LTD.	MERGER-AMALGAMATION
COMPUTALOG GEARHART LTD.	PRESS RELEASE
COMSTATE RESOURCES LTD.	T.S.E. MATERIAL
CONCEPT RESOURCES LTD.	APPLICATION
CONIAGAS MINES LIMITED, THE	ANNUAL REPORT
CONIAGAS MINES LIMITED, THE	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
CONSOLIDATED ASCOT PETROLEUM CORPORATION	ANNUAL REPORT
CONSOLIDATED ASCOT PETROLEUM CORPORATION	SHRHLDRS. MTNG. MAT.
CONSOLIDATED COMPUTER INC.	CERTIF. OF MAILING
CONSOLIDATED GASCOME OILS LTD.	PRESS RELEASE
CONSOLIDATED LOUANNA GOLD MINES LTD.	FORM 27-MAT. CHANGE
CONSOLIDATED MARCUS GOLD MINES LIMITED	ANNUAL REPORT
CONSOLIDATED MARCUS GOLD MINES LIMITED	CERTIF. OF MAILING
CONSOLIDATED MARCUS GOLD MINES LIMITED	SHRHLDRS. MTNG. MAT.
CONSOLIDATED NOREX RESOURCES CORP.	NEW ADDRESS
CONSOLIDATED NOREX RESOURCES CORP.	FORM 27-MAT. CHANGE
CONSOLIDATED RAMBLER MINES LIMITED	ANNUAL REPORT
CONSOLIDATED RAMBLER MINES LIMITED	CERTIF. OF MAILING
CONSOLIDATED RAMBLER MINES LIMITED	TAKEOVER/FORM 35
CONSOLIDATED RAMBLER MINES LIMITED	SHRHLDRS. MTNG. MAT.
CONSOLIDATED-BATHURST INC.	PRESS RELEASE
CONSOLIDATED-BATHURST INC.	PRESS RELEASE
CONSOLTEX CANADA INC.	PRESS RELEASE
CONSUMERS DISTRIBUTING COMPANY LIMITED	PROFIT FOR THE 52 WE
CONSUMERS GLASS COMPANY LIMITED	PRESS RELEASE
CONSUMERS' GAS COMPANY LTD., THE	PRESS RELEASE
CONTINENTAL BANK OF CANADA	PRESS RELEASE
CONTINENTAL BANK OF CANADA	PRELIM. PROSPECTUS
CONTINENTAL GROUP INC., THE	ANNUAL REPORT
CONTINENTAL GROUP INC., THE	FORM 10K
CONTROL DATA CORPORATION	FORM S-8
CONTROL DATA CORPORATION	POST-EFFECTIVE AMEND
CONVENTURES LIMITED	T.S.E. MATERIAL
CONVENTURES LIMITED	RULING/ORDER/REASONS
CONVENTURES LIMITED	T.S.E. MATERIAL
CONVENTURES LIMITED	TAKEOVER/FORM 35
CONWEST EXPLORATION COMPANY LIMITED	T.S.E. MATERIAL
COOPER CANADA LIMITED	IFS 3 MN MR 31 84
COOPER CANADA LIMITED	CERTIF. OF MAILING
CORBY DISTILLERIES LIMITED	IFS 6 MN FE 29 84
CORE-MARK INTERNATIONAL INC.	PRESS RELEASE
CORE-MARK INTERNATIONAL INC.	LET. TO SHAREHOLDERS
CORPORATE FOODS LIMITED	T.S.E. MATERIAL
CORPORATE FOODS LIMITED	PRESS RELEASE
CORRIDA OILS LTD.	PRESS RELEASE
CORRIDA OILS LTD.	PRESS RELEASE
CORRIDA OILS LTD.	PRESS RELEASE
CORRIDA OILS LTD.	PRESS RELEASE
CORRIDA OILS LTD.	PRIVATE PLACEMENTS
COSTAIN LIMITED	CERTIF. OF MAILING
CRESTBROOK FOREST INDUSTRIES LTD.	ANNUAL REPORT
CRESTBROOK FOREST INDUSTRIES LTD.	ANNUAL REPORT
CRESTBROOK FOREST INDUSTRIES LTD.	T.S.E. MATERIAL
CRESTBROOK FOREST INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
CRESTBROOK FOREST INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
CROWN FOREST INDUSTRIES LIMITED	CERTIF. OF MAILING
CROWN FOREST INDUSTRIES LIMITED	LET. TO SHAREHOLDERS
CROWN FOREST INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
CROWN LIFE INSURANCE COMPANY	NET INCOME FOR THE 3
CROWN LIFE INSURANCE COMPANY	IFS 3 MN MR 31 84
CROWN INC. (FORMERLY EXTENDICARE LTD.)	ANNUAL INFO. FORM
CSA MANAGEMENT LIMITED	PRESS RELEASE
CSA MANAGEMENT LIMITED	FORM 28-ANN. FILING
CTG, INC.	PRESS RELEASE
CULLATON LAKE GOLD MINES LTD.	T.S.E. MATERIAL
CULLATON LAKE GOLD MINES LTD.	PRIVATE PLACEMENTS
CUNDILL VALUE FUND LTD.	ANNUAL REPORT
CUNDILL VALUE FUND LTD.	SHRHLDRS. MTNG. MAT.
CURRIE ROSE RESOURCES INC.	IFS 9 MN MR 31 84
D.H. HOWDEN & CO. LIMITED	ANNUAL REPORT
D.H. HOWDEN & CO. LIMITED	PRESS RELEASE
D.H. HOWDEN & CO. LIMITED	SHRHLDRS. MTNG. MAT.
DALTON, F. PETER	RULING/ORDER/REASONS
DAON DEVELOPMENT CORPORATION	PRESS RELEASE
DAON DEVELOPMENT CORPORATION	RULING/ORDER/REASONS
DATALINE INC.	AUD. ANN. FIN. STMT.
DATALINE INC.	LET. TO SHAREHOLDERS
DATALINE INC.	SHRHLDRS. MTNG. MAT.
DAVIDSON TISDALE MINES LIMITED	FORM 27-MAT. CHANGE
DEACON-HODGSON INVESTMENT ACCOUNT	PROSPECTUS
DENISON MINES LTD.	DIVIDEND NOTICE
DENISON MINES LTD.	CERTIF. OF MAILING
DESJARDINS ACTIONS FUND	ANNUAL REPORT
DESJARDINS BOND FUND	ANNUAL REPORT
DEVELCON ELECTRONICS LTD.	IFS 6 MN FE 29 84
DICKENSON MINES LIMITED	PRESS RELEASE
DIGITECH LTD.	T.S.E. MATERIAL
DISCOVERY MINES LIMITED	AUD. ANN. FIN. STMT.
DISCOVERY MINES LIMITED	SHRHLDRS. MTNG. MAT.
DOFASCO INC.	IFS 3 MN MR 31 84
DOFASCO INC.	PRESS RELEASE
DOLLY VARDEN MINERALS INC.	ANNUAL REPORT
DOLLY VARDEN MINERALS INC.	IFS 3 MN FE 29 84
DOLLY VARDEN MINERALS INC.	SHRHLDRS. MTNG. MAT.
DOVE CANADA LIMITED	ANNUAL REPORT
DOVE CANADA LIMITED	SHRHLDRS. MTNG. MAT.
DOVE MINES LIMITED	FORM 10K
DOVE MINES LIMITED	PRESS RELEASE
DOVE MINES LIMITED	PRESS RELEASE
DOVE PETROLEUM LIMITED	PRESS RELEASE
DOVE PETROLEUM LIMITED	FORM 27-MAT. CHANGE
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DORSET RESOURCES LTD.	PRESS RELEASE
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SILVERWOOD INDUSTRIES LIMITED	PRESS RELEASE
SIMCOE ERIE INVESTORS LIMITED	SHRHLDRS. MTNG. MAT.
SIMCOE ERIE INVESTORS LIMITED	SHRHLDRS. MTNG. MAT.
SIMPSON'S LIMITED	PRIVATE PLACEMENTS
SIMPSON'S-SEARS LIMITED	PRESS RELEASE
SKILL RESOURCES LTD.	PRESS RELEASE
SKILL RESOURCES LTD.	FORM 27-MAT. CHANGE
SNOWBERRY DOWNS LIMITED PARTNERSHIP	APPLICATION
SOUTHAM INC.	IFS 3 MN MR 31 84
SPAR AEROSPACE LIMITED	PRIVATE PLACEMENTS
SPAR HOLDINGS & EXPLORATIONS LIMITED	CERTIF. OF MAILING
SPERRY FINANCE INC.	FORM 29 OR ACFC
SPRUCE FALLS POWER AND PAPER COMPANY,	AUD. ANN. FIN. STMT.
SPRUCE FALLS POWER AND PAPER COMPANY,	SHRHLDRS. MTNG. MAT.
ST. ANDREW GOLDFIELDS LTD.	ANNUAL REPORT
ST. ANDREW GOLDFIELDS LTD.	SHRHLDRS. MTNG. MAT.

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## Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
ST. LUCIE EXPLORATION COMPANY LIMITED	CERTIF. OF MAILING
ST. MARTIN'S (NO.1) LIMITED PARTNERSHIP	CERTIF. OF MAILING
ST. MARTIN'S (NO.2) LIMITED PARTNERSHIP	CERTIF. OF MAILING
STELCO INC.	IFS 3 MN MR 31 84
STERLING TRUST CORPORATION	IFS 3 MN MR 31 84
STRATHCONA RESOURCE INDUSTRIES LTD.	PRESS RELEASE
STUART HOUSE INTERNATIONAL LIMITED	PRESS RELEASE
SULLIVAN MINES INC.	ANNUAL REPORT
SULLIVAN MINES INC.	IFS 3 MN MR 31 84
SULLIVAN MINES INC.	SHRHLDRS. MTNG. MAT.
SUMTRA DIVERSIFIED INC.	IFS 6 MN FE 28 84
SUNCOR INC.	DIVIDEND NOTICE
SUNMIST ENERGY RESOURCES LIMITED	CHANGE OF AUDITORS
SUNRISE METALS CORPORATION	AUD. ANN. FIN. STMT.
SUPERIOR OIL COMPANY	PRESS RELEASE
SUPERPACK CORPORATION LIMITED	IFS 3 MN FE 29 84
SYSTEMHOUSE LTD.	IFS 6 MN FE 29 84
SYSTEMHOUSE LTD.	PRESS RELEASE
SYSTEMHOUSE LTD.	CERTIF. OF MAILING
SYSTEMHOUSE LTD.	PRESS RELEASE
TALISMAN MINES LIMITED	IFS 6 MN MR 31 84
TALISMAN MINES LIMITED	IFS 3 MN DE 31 83
TALISMAN MINES LIMITED	CERTIF. OF MAILING
TALISMAN MINES LIMITED	CERTIF. OF MAILING
TALISMAN MINES LIMITED	SHRHLDRS. MTNG. MAT.
TALYREST INVESTMENTS PARTNERSHIP	RULING/ORDER/REASONS
TANDY CORPORATION	PRESS RELEASE
TANDY CORPORATION	PRESS RELEASE
TANGLEWOOD CONSOLIDATED RESOURCES INC.	PRESS RELEASE
TARO INDUSTRIES LIMITED	PRESS RELEASE
TECSYN INTERNATIONAL INC.	IFS 6 MN FE 29 84
TECSYN INTERNATIONAL INC.	PRESS RELEASE
TEMPLE EXPLORATIONS INC.	IFS 9 MN FE 29 84
TERRA MINES LTD.	PRESS RELEASE
TERRA MINES LTD.	PRESS RELEASE
TERRAMAR RESOURCES CORP.	PRESS RELEASE
TEXACO CANADA INC.	PRESS RELEASE
THOMSON NEWSPAPERS LIMITED	SHRHLDRS. MTNG. MAT.
THRESHOLD	AUD. ANN. FIN. STMT.
TIE/TELECOMMUNICATIONS CANADA LIMITED	PRESS RELEASE
TOR. EAST (SCARBOROUGH) HOTEL DEV.	PRELIM. PROSPECTUS
TOROMONT INDUSTRIES LTD.	TAKEOVER/FORM 35
TORONTO SUN PUBLISHING CORPORATION	PRESS RELEASE
TORONTO SUN PUBLISHING CORPORATION	DIVIDEND NOTICE
TORONTO-DOMINION BANK	DIVIDEND NOTICE
TORSTAR CORPORATION	CERTIF. OF MAILING
TORSTAR CORPORATION	PRESS RELEASE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	FIRST QUARTER RESULT

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ISSUER	TITLE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
TOTAL PETROLEUM (NORTH AMERICA) LTD.	PRESS RELEASE
TRADERS GROUP LIMITED	PRIVATE PLACEMENTS
TRANS CANADA OPTIONS INC.	ANNUAL REPORT
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	PRESS RELEASE
TRANSALTA UTILITIES CORPORATION	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	PRESS RELEASE
TRANSCANADA PIPELINES LIMITED	SHRHLDRS. MTNG. MAT.
TRI-COAST RESOURCE CORPORATION	PRESS RELEASE
TRI-STAR RESOURCES LTD.	CERTIF. OF MAILING
TRILON FINANCIAL CORPORATION	IFS 3 MN MR 31 84
TRILON FINANCIAL CORPORATION	PRESS RELEASE
TRILON FINANCIAL CORPORATION	T.S.E. MATERIAL
TRIPLE CROWN ELECTRONICS INC.	T.S.E. MATERIAL
TRITEX PETROLEUM CORP.	IFS 9 MN FE 29 84
TRIZEC CORPORATION LTD.	PRESS RELEASE
TWIN RICHFIELD OILS LTD.	ANNUAL REPORT
TWIN RICHFIELD OILS LTD.	SHRHLDRS. MTNG. MAT.
UAP INC.	PRESS RELEASE
ULSTER PETROLEUMS LTD.	PRESS RELEASE
ULTRAMAR PLC.	ANNUAL REPORT
UNION GAS LIMITED	PRESS RELEASE
UNION GAS LIMITED	PRESS RELEASE
UNITED CANADIAN SHARES LIMITED	IFS 3 MN MR 31 83
UNITED CANSO OIL & GAS LTD.	PRESS RELEASE
UNITED CANSO OIL & GAS LTD.	FORM 27-MAT. CHANGE
UNITED KENO HILL MINES LIMITED	IFS 3 MN MR 31 84
UNITED KENO HILL MINES LIMITED	PRESS RELEASE
UNITED KENO HILL MINES LIMITED	PRELIM. PROSPECTUS
UNITED SISCOE MINES INC.	ANNUAL REPORT
UNITED SISCOE MINES INC.	SHRHLDRS. MTNG. MAT.
UNIVERSAL FUELS COMPANY	10Q 3 MN FE 29 84
UNIVERSITY SCHOLARSHIPS OF CANADA	FORM 28-ANN. FILING
URBAN RESOURCES LIMITED	AUD. ANN. FIN. STMT.
URBAN RESOURCES LIMITED	IFS 3 MN MR 31 84
VAN DER HOUT ASSOCIATES LIMITED	IFS 3 MN MR 31 84
VAN DER HOUT ASSOCIATES LIMITED	CERTIF. OF MAILING
VEDRON LIMITED	IFS 6 MN FE 29 84
VERSATILE CORPORATION	PRESS RELEASE
VICTORIA & GREY INVESTMENT FUND	ANNUAL REPORT
VICTORIA & GREY INVESTMENT FUND	SHRHLDRS. MTNG. MAT.
VID-TEL MEDIA CORPORATION	AUD. ANN. FIN. STMT.
VIMY APARTMENTS LIMITED, THE	APPLICATION
VULCAN INDUSTRIAL PACKAGING LIMITED	YEAR END RESULTS END
WAJAX LIMITED	DIVIDEND NOTICE
WAJAX LIMITED	PRESS RELEASE

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ISSUER	TITLE
WALWYN INC.	PRESS RELEASE
WCI CANADA LIMITED	ANNUAL REPORT
WCI CANADA LIMITED	SHRHLDRS. MTNG. MAT.
WESTAR MINING LTD.	PRESS RELEASE
WESTAR MINING LTD.	PRESS RELEASE
WESTCOAST TRANSMISSION COMPANY LIMITED	PRESS RELEASE
WESTERN QUEBEC MINES COMPANY LIMITED	AUD. ANN. FIN. STMT.
WESTERN QUEBEC MINES COMPANY LIMITED	SHRHLDRS. MTNG. MAT.
WESTFIELD MINERALS LIMITED	SHRHLDRS. MTNG. MAT.
WESTGROWTH PETROLEUMS LTD.	ANNUAL REPORT
WESTMIN RESOURCES LIMITED	PRESS RELEASE
WESTMOUNT RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
WILANOUR RESOURCES LIMITED	CERTIF. OF MAILING
WILANOUR RESOURCES LIMITED	CERTIF. OF MAILING
WIX INC.	SHRHLDRS. MTNG. MAT.
WOODWARD ACCEPTANCE COMPANY LIMITED	AUD. ANN. FIN. STMT.
WOODWARD STORES LIMITED	ANNUAL REPORT
WOODWARD STORES LIMITED	SHRHLDRS. MTNG. MAT.
WORLD'S GREATEST ATHLETES, PART II	AUD. ANN. FIN. STMT.
WORLDWIDE EQUITIES LIMITED	T. S. E. MATERIAL
WRIGHT-HARGREAVES MINES LIMITED	IFS 3 MN MR 31 84
WRIGHT-HARGREAVES MINES LIMITED	PRESS RELEASE
YELLOREX MINES LIMITED	AUD. ANN. FIN. STMT.
YVANEX DEVELOPMENTS LIMITED	FORM 27-MAT. CHANGE
ZAVITZ TECHNOLOGY INC. (FORMERLY PROMED)	IFS 3 MN FE 29 84
ZAVITZ TECHNOLOGY INC. (FORMERLY PROMED)	CHANGE OF AUDITORS

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## CHAPTER 11

### NEW ISSUE AND SECONDARY FINANCING

#### 11.1 FINAL RECEIPTS ISSUED - PROSPECTUSES

##### 11.1.1 AGF JAPAN FUND LIMITED

###### AGF Japan Fund Limited

Final receipt issued May 4, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund shares at net asset value.

Distributor: A.G.F. Management Limited

##### 11.1.2 AGF OPTION EQUITY FUND

###### AGF Option Equity Fund

Final receipt issued May 1, 1984 for a prospectus dated April 23, 1984 qualifying mutual fund units offered at net asset value.

Distributor: A.G.F. Management Limited

##### 11.1.3 AGF PREFERRED INCOME FUND

###### AGF Preferred Income Fund

Final receipt issued May 9, 1984 for a prospectus dated May 8, 1984 qualifying mutual fund units offered at a price of \$9.60 per unit during the initial offering period. After the termination of the initial offering period, units will be offered at their net asset value.

Distributor: A.G.F. Management Limited

11.1.4 AGF SPECIAL FUND LIMITED

AGF Special Fund Limited

Final receipt issued May 4, 1984 for a prospectus dated April 26, 1984 qualifying mutual fund shares at net asset value.

Distributor: A.G.F. Management Limited

11.1.5 ALL-CANADIAN REVENUE GROWTH FUND

All-Canadian Revenue Growth Fund

Final receipt issued May 1, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund units at net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: registered securities dealers

11.1.6 AMERICAN GROWTH FUND LIMITED

American Growth Fund Limited

A final receipt was issued April 30, 1984 for a prospectus dated April 20, 1984 qualifying mutual fund shares offered at net asset value.

Distributor: A.G.F. Management Limited

11.1.7 ASSOCIATE INVESTORS LIMITED

Associate Investors Limited

Final receipt issued April 26, 1984 for a prospectus dated April 25, 1984 offering on a continuous basis Class A mutual fund shares at net asset value.

Distributor: registered securities dealers

## 11.1.8 B C SUGAR REFINERY, LIMITED

B C Sugar Refinery, Limited

Final receipt issued May 9, 1984 for a prospectus dated May 7, 1984 qualifying for sale units consisting of 1,000,000 Class A comon shares and 500,000 Class A common share purchase warrants at \$23.00 per unit to net the issuer \$21,735,000 after commissions. Each whole Class A common share purchase warrant will entitle the holder to purchase one Class A common share at a price of \$25.00 until May 31, 1988.

Underwriter: Richardson Greenshields of Canada Limited

## 11.1.9 BANK OF ALBERTA

Bank of Alberta

Final receipt issued April 26, 1984 for a prospectus dated April 25, 1984 filed by the Bank of Alberta qualifying for sale in Ontario 3,100,000 common shares at \$10.00 per share to provide net proceeds to the Bank of \$29,806,403 before deducting expenses of issue.

1,077,000 of the above common shares are to be purchased by the founding shareholders of the Bank.

Promoter: Cathton Holdings Ltd. (Dr. Ch. A. Allard)  
Mayfield Investments Ltd. (E. I. Pechet, H. E. Pechet)

Underwriters: McLeod Young Weir Limited  
Wood Gundy Limited  
Nesbitt Thomson Bongard Inc.  
Richardson Greenshields of Canada Limited

## 11.1.10 BARRTOR AMERICAN FUND

Barrtor American Fund

A final receipt was issued April 30, 1984 for a prospectus dated April 27, 1984 offering on a continuous basis mutual fund units at net asset value plus an amount equal to 1% of such net asset value.

Distributor: Cassels Blaikie & Co. Limited

11.1.11 CANADIAN GAS AND ENERGY FUND LIMITED

Canadian Gas and Energy Fund Limited

Final receipt issued May 7, 1984 for a prospectus dated April 30, 1984 offering mutual fund shares at their net asset value.

Distributor: A.G.F. Management Limited

11.1.12 CANADIAN SECURITY GROWTH FUND LIMITED

Canadian Security Growth Fund Limited

Final receipt issued May 7, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund shares offered at net asset value.

Distributor: A.G.F. Management Limited

11.1.13 CENTRAL TRUST MORTGAGE FUND

Central Trust Mortgage Fund

Final receipt issued May 8, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value plus a sales commission.

Distributor: Central Trust Company

11.1.14 CIF INCOME FUND

CIF Income Fund

Final receipt issued May 2, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

11.1.15 CO-OPERATIVE TRUST COMPANY OF CANADA - GROWTH FUND

Co-operative Trust Company of Canada - Growth Fund

Receipt issued May 1, 1984 for final prospectus dated April 30, 1984 qualifying mutual fund units to be offered at net asset value.

Distributor: Co-operative Trust Company of Canada

11.1.16 CO-OPERATIVE TRUST COMPANY OF CANADA - INCOME FUND

Co-operative Trust Company of Canada - Income Fund

Receipt issued May 1, 1984 for final prospectus dated April 30, 1984 qualifying mutual fund units to be offered at net asset value.

Distributor: Co-operative Trust Company of Canada

11.1.17 CONTINENTAL MORTGAGE FUND

Continental Mortgage Fund

Receipt issued April 27, 1984 for final prospectus dated April 26, 1984 qualifying mutual fund units to be offered at net asset value plus a sales commission.

Distributors: United Investment Services Ltd.  
and registered dealers and brokers

11.1.18 CORPORATE INVESTORS, LIMITED

Corporate Investors, Limited

A final receipt was issued April 30, 1984 for a prospectus dated April 27, 1984 offering Class A shares at net asset value plus a sales commission.

Distributor: A.G.F. Management Limited



## 11.1.19 CORPORATE INVESTORS STOCK FUND LIMITED

Corporate Investors Stock Fund Limited

A final receipt issued April 30, 1984 for a prospectus dated April 27, 1984 offering mutual fund shares at net asset value plus a sales commission.

Distributor: A.G.F. Management Limited

## 11.1.20 COSTAIN LIMITED

Costain Limited

Final receipt issued May 4, 1984 for a prospectus dated May 2, 1984 qualifying for sale 1,100,000 units, each unit consisting of 1 common share of Costain and 1/4 of a warrant, to net the issuer proceeds of \$9,355,500 before deducting the expenses of the issue.

Underwriters: Wood Gundy Limited

## 11.1.21 CRESTBROOK FOREST INDUSTRIES LTD.

Crestbrook Forest Industries Ltd.

Receipt issued May 3, 1984 for a final prospectus dated May 2, 1984 qualifying 2,400,000 common shares to be offered at \$9.50 per share. Of this 900,000 shares will be issued by the Company for proceeds to the Company of \$8,015,625 before deducting the Company's share of expenses of issue and 1,500,000 will be sold on behalf of Selling Shareholders for net proceeds to such Selling Shareholders of \$13,359,375 before expenses of issue.

Underwriters: Pemberton Houston Willoughby Incorporated  
Dominion Securities Ames Limited  
Brink, Hudson & Lefever Ltd.

11.1.22 CUNDILL VALUE FUND LTD.

Cundill Value Fund Ltd.

A final receipt was issued April 30, 1984 for a prospectus dated April 15, 1984 qualifying mutual fund shares offered at net asset value.

Distributor: registered investment dealers, stockbrokers  
and mutual fund distributors

11.1.23 DYNAMIC AMERICAN FUND

Dynamic American Fund

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Dynamic Funds Management Ltd.

11.1.24 DYNAMIC FUND OF CANADA LTD.

Dynamic Fund of Canada Ltd.

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering mutual fund shares at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Dynamic Funds Management Ltd.

11.1.25 DYNAMIC-GUARDIAN GOLD FUND

Dynamic-Guardian Gold Fund

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Dynamic Funds Management Ltd.

11.1.26 DYNAMIC INCOME FUND

Dynamic Income Fund

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Dynamic Funds Management Ltd.

11.1.27 DYNAMIC SAVINGS FUND

Dynamic Savings Fund

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Dynamic Funds Management Ltd.

11.1.28 EATON BAY DIVIDEND FUND LTD.

Eaton Bay Dividend Fund Ltd.

Final receipt issued April 30, 1984 for a prospectus dated April 30, 1984 offering on a continuous basis mutual fund shares at their net asset value plus an acquisition fee.

A summary statement was filed concurrently with the prospectus.

Distributor: Eaton Bay Funds Management Limited  
and selected registered brokers

11.1.29 EATON BAY INCOME FUND

Eaton Bay Income Fund

Final receipt issued April 30, 1984 for a prospectus dated April 30, 1984 offering on a continuous basis mutual fund units at their net asset value plus an acquisition fee.

A summary statement was filed concurrently with the prospectus.

Distributor: Eaton Bay Funds Management Limited  
and selected registered brokers

11.1.30 EATON BAY VIKING FUND LIMITED

Eaton Bay Viking Fund Limited

Final receipt issued April 30, 1984 for a prospectus dated April 30, 1984 offering on a continuous basis mutual fund shares at their net asset value plus an acquisition fee.

A summary statement was filed concurrently with the prospectus.

Distributor: Eaton Bay Funds Management Limited  
and selected registered brokers

11.1.31 FIRST CANADIAN MORTGAGE FUND

First Canadian Mortgage Fund

Final receipt issued May 1, 1984 for a prospectus and summary statement dated April 30, 1984 qualifying for sale mutual fund units at net asset value.

11.1.32 GOLDTRUST

Goldtrust

Receipt issued May 8, 1984 for final prospectus dated April 30, 1984 qualifying mutual fund units to be offered at net asset value per share plus a sales commission.

A summary statement was filed concurrently with the prospectus.

Distributors: McEwen Easson Limited (in Ontario) and  
registered investment dealers, brokers  
and mutual fund dealers

11.1.33 GROWTH EQUITY FUND LIMITED

Growth Equity Fund Limited

Final receipt issued May 1, 1984 for a prospectus dated April 23, 1984 qualifying special shares offered at net asset value.

Distributor: G.E.F. Management Limited



11.1.34 GUARANTY TRUST INVESTORS FUND - EQUITY SECTION

Guaranty Trust Investors Fund - Equity Section

Final receipt issued April 30, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Guaranty Trust Company of Canada

11.1.35 GUARANTY TRUST INVESTORS FUND - INCOME SECTION

Guaranty Trust Investors Fund - Income Section

Final receipt issued April 30, 1984 for a prospectus dated April 30, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Guaranty Trust Company of Canada

11.1.36 GUARANTY TRUST MORTGAGE FUND

Guaranty Trust Mortgage Fund

A final receipt was issued April 30, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund units offered at net asset value.

A summary statment was filed concurrently with the prospectus.

Distributor: Guaranty Trust Company of Canada

11.1.37 INTERNATIONAL GROWTH FUND

International Growth Fund

Final receipt issued May 1, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund units offered at net asset value.

A summary statement was filed concurrently with the prospectus.

11.1.38 INVESTORS BOND FUND

Investors Bond Fund

Final receipt issued May 4, 1984 for a prospectus dated April 16, 1984 offering mutual fund units at their net asset value plus a sales commission.

A summary statement was filed concurrently with the prospectus.

Distributor: Investors Syndicate Limited

11.1.39 INVESTORS MORTGAGE FUND

Investors Mortgage Fund

Final receipt issued May 4, 1984 for a prospectus dated April 16, 1984 offering mutual fund units at their net asset value plus a sales commission.

A summary statement was filed concurrently with the prospectus.

Distributor: Investors Syndicate Limited

11.1.40 INVESTORS RETIREMENT MUTUAL FUND

Investors Retirement Mutual Fund

Final receipt issued May 4, 1984 for a prospectus dated April 16, 1984 offering mutual fund units at their net asset value plus a sales commission.

A summary statement was filed concurrently with the prospectus.

Distributor: Investors Syndicate Limited

11.1.41 LA CAISSE CENTRALE DESJARDINS DU QUEBEC

La Caisse Centrale Desjardins du Quebec

Final receipt issued May 1, 1984 for a prospectus dated April 30, 1984 filed by La Caisse Centrale Desjardins du Quebec qualifying for sale in Ontario bearer discount notes and medium term certificates of deposit.

Agents: Merrill Lynch Canada  
Wood Gundy Limited

11.1.42 MD GROWTH INVESTMENTS LIMITED

MD Growth Investments Limited

Receipt issued April 30, 1984 for final prospectus dated April 27, 1984 qualifying redeemable non-voting Class A shares to be offered at net asset value.

Distributor: MD Management Limited

11.1.43 MD REALTY FUND

MD Realty Fund

Receipt issued April 30, 1984 for final prospectus dated April 27, 1984 qualifying Class A and Class B trust units to be offered at net asset value.

Distributor: MD Management Limited

11.1.44 NATURAL RESOURCES GROWTH FUND LTD.

Natural Resources Growth Fund Ltd.

Final receipt issued May 1, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund shares to be offered at net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: registered securities dealers

11.1.45 PRINCIPAL VENTURE FUND LTD.

Principal Venture Fund Ltd.

Final receipt issued April 27, 1984 for a prospectus dated April 24, 1984 offering mutual fund shares at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributors: First Investors Corporation Ltd.  
Principal Consultants Ltd.

11.1.46 PRUDENTIAL INCOME FUND OF CANADA

Prudential Income Fund of Canada

Final receipt issued May 7, 1984 for a prospectus dated April 29, 1984 offering mutual fund units at their net asset value.

A summary statement was filed concurrently with the prospectus.

Distributor: Prudential Fund Management Canada Limited

11.1.47 REALGROWTH CANADIAN EQUITY FUND

RealGrowth Canadian Equity Fund

Final receipt issued May 7, 1984 for a prospectus dated May 7, 1984 offering mutual fund units at their net asset value.

Distributor: Reed Monahan Nicholishen, Investment Counsel Inc.

Promoter: RealCap Holdings Limited

11.1.48 ROYAL TRUST E FUND

Royal Trust E Fund

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering units of the Trust at their net capital value.

Distributors: The Royal Trust Company



11.1.49 ROYAL TRUST M FUND

Royal Trust M Fund

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering units of the Trust at their net capital value.

Distributors: The Royal Trust Company

11.1.50 ROYAL TRUST MANAGED A, B AND C FUNDS

Royal Trust Managed A, B and C Funds

Final receipt issued May 9, 1984 for a prospectus dated April 30, 1984 offering units of the Managed Funds at their net capital value.

Distributors: The Royal Trust Company

11.1.51 SAVINGS AND INVESTMENT TRUST "H" FUND

Savings and Investment Trust "H" Fund

Final receipt issued May 2, 1984 for a final prospectus dated April 30, 1984 offering on a continuous basis mutual fund shares at their net asset value.

11.1.52 STERLING EQUITY FUND

Sterling Equity Fund

Receipt issued May 2, 1984 for final prospectus dated April 21, 1984 qualifying mutual fund units to be offered at net asset value.

Distributor: Sterling Trust Corporation and  
registered dealers and brokers

11.1.53 STERLING MORTGAGE FUND

Sterling Mortgage Fund

Receipt issued May 2, 1984 for final prospectus dated April 21, 1984 qualifying mutual fund units to be offered at net asset value.

Distributor: Sterling Trust Corporation and  
registered dealers

11.1.54 UNITED ACCUMULATIVE RETIREMENT FUND

United Accumulative Retirement Fund

Receipt issued May 1, 1984 for final prospectus dated April 26, 1984 qualifying mutual fund units to be offered at net asset value plus sales commission.

A summary statement was filed concurrently with the prospectus.

Distributors: United Investment Services Ltd. and  
registered dealers and brokers

11.1.55 UNITED SECURITY FUND

United Security Fund

Receipt issued May 1, 1984 for final prospectus dated April 26, 1984 qualifying mutual fund units to be offered at net asset value plus a sales commission.

A summary statement was filed concurrently with the prospectus.

Distributors: United Investment Services Ltd. and  
registered dealers and brokers

11.1.56 UNITED VENTURE RETIREMENT FUND

United Venture Retirement Fund

Receipt issued on April 27, 1984 for final prospectus dated April 26, 1984 qualifying mutual fund units to be offered at net asset value plus a sales commission.

A summary statement was filed concurrently with the prospectus.

Distributor: United Investment Services Ltd. and  
registered dealers and brokers

11.1.57 UNIVEST GROWTH FUND

Univest Growth Fund

Final receipt issued May 1, 1984 for a prospectus dated April 30, 1984 qualifying mutual fund units at net asset value.

A summary statement was filed concurrently with the prospectus.

Distributors: registered securities dealers

11.1.58 WALTAINÉ

Waltaine

Final receipt issued May 7, 1984 for a prospectus dated April 28, 1984 offering mutual fund units at their net asset value.

Distributors: Hodgson Robertson Laing Limited

11.2 FINAL RECEIPTS ISSUED - SHORT FORM PROSPECTUSES

11.2.1 CONTINENTAL BANK OF CANADA

Continental Bank of Canada

A final receipt was issued May 9, 1984 for a short form prospectus dated May 8, 1984 offering 2,000,000 floating rate Class A preferred shares, Series I at a price of \$25.00 per share to net the Bank an aggregate of \$49,500,000 before deducting the expenses of the issue.

Underwriters: Wood Gundy Limited  
Richardson Greenshields of Canada Limited  
Dominion Securities Ames Limited

11.2.2 THE ROYAL BANK OF CANADA

The Royal Bank of Canada

Final receipt issued May 10, 1984 for a short form prospectus dated May 10, 1984 filed by The Royal Bank of Canada qualifying for sale in Ontario 1,000,000 floating rate first preferred shares Series C at Cdn. \$100.00 per share and 1,000,000 floating rate first preferred shares Series D at U.S. \$100.00 per share to provide net proceeds to the Bank of Cdn. \$99,000,000 and U.S. \$99,000,000 respectively before deducting expenses of issue.

Underwriters: Daly Gordon Securities

11.3 RIGHTS OFFERING ACCEPTED

11.3.1 CONSOLIDATED GASCOME OILS LTD.

Consolidated Gascome Oils Ltd.

Material acceptable to the Commission has been received pursuant to sections 34(1)(14) and 71(1)(h) of the Securities Act (Ontario).

11.4 PRELIMINARY EXCHANGE OFFERING PROSPECTUS WITHDRAWN

11.4.1 TELESCAN TECHNOLOGIES INC.

May 9, 1984

Telescan Technologies Inc.

The preliminary exchange offering prospectus dated February 29, 1984 has been withdrawn at the request of the issuer.

11.5 PRELIMINARY PROSPECTUS WITHDRAWN

11.5.1 OILCORE INVESTMENTS LIMITED

April 18, 1984

Oilcore Investments Limited

The preliminary prospectus dated January 6, 1984 has been withdrawn at the request of the issuer.

11.6 ANNUAL INFORMATION FORM ACCEPTED

11.6.1 CONTINENTAL BANK OF CANADA

April 27, 1984

Continental Bank of Canada

An annual information form dated February 16, 1984 has been accepted by the Commission.



11.7 PRELIMINARY SHORT FORM PROSPECTUSES RECEIVED

11.7.1 CONTINENTAL BANK OF CANADA

April 30, 1984

Continental Bank of Canada

National Issue-Ontario

Offering 2,000,000 floating rate Class A preferred shares, Series 1 at a price of \$25.00 per share.

Underwriters: Wood Gundy Limited  
Richardson Greenshields of Canada Limited  
Dominion Securities Ames Limited

11.7.2 ROYAL BANK OF CANADA, THE

May 1, 1984

The Royal Bank of Canada

National Issue-Quebec

Offering \$ \*, adjustable floating rate debentures due 2083 (unsecured and redeemable) at a price of \*.

Underwriters: Wood Gundy Limited  
Nesbitt Thomson Bongard Inc.  
Dominion Securities Ames Limited  
Pitfield MacKay Ross Limited  
Burns Fry Limited

11.7.3 ROYAL BANK OF CANADA, THE

The Royal Bank of Canada

National Issue-Quebec

Offering Cdn. \$100,000,000 (1,000,000 shares) floating rate first preferred shares, Series C (cumulative and redeemable) at Cdn. \$100.00 per share and U.S. \$100,000,000 (1,000,000 shares) floating rate first preferred shares, Series D (cumulative and redeemable) at a price of U.S. \$100.00 per share.

Underwriter: Daly Gordon Securities



CHAPTER 12  
REGISTRATIONS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER  
IN THIS ISSUE



CHAPTER 25  
OTHER INFORMATION

25.1 RELEASES FROM ESCROW

25.1.1 GOLDEX MINES LIMITED

April 27, 1984

Goldex Mines Limited

The Commission hereby consents to the release from escrow of 431,292 common shares of Goldex Mines Limited held in the name of Barry Landen in trust for Goldex Mines Limited.

25.1.2 EVERGREEN ENERGY RESOURCES LTD.

May 3, 1984

Evergreen Energy Resources Ltd.

The Commission hereby consents to the release from escrow of the remaining 450,000 escrowed shares currently held in trust for the benefit of the Company. The said shares are to be released for the benefit of the treasury of Evergreen Energy Resources Ltd.



## 25.2 TRANSFERS WITHIN ESCROW

## 25.2.1 OPACT ENERGY LTD.

April 26, 1984Opact Energy Ltd.FROMTONO. OF SHARES

Ritchie F. Braund

William J. Braund

31,250

## 25.2.2 GOLDEX MINES LIMITED

April 26, 1984Goldex Mines LimitedFROMTONO. OF SHARES

Goldex Mines Limited

Barry Landen in trust  
for Goldex Mines Limited

431,292

## 25.2.3 GOLDQUEST EXPLORATION INC.

May 2, 1984Goldquest Exploration Inc.FROMTONO. OF SHARESBrewit & Co.  
Brewit & Co.  
Brewit & Co.Dickenson Mines Limited  
Sullivan Resources Ltd.  
W. G. Brissenden Inc.41,334  
9,062  
266

## 25.2.4 BROWN-MCDADE RESOURCES LIMITED

May 3, 1984Brown-McDade Resources Limited  
Certificate No. 1087

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
John S. Brown	Margaret Elizabeth Knapp	2,133
John S. Brown	Jan Drummond	2,133
John S. Brown	Ann Drummond Penny	2,134

## 25.2.5 CAVERN INTERNATIONAL INDUSTRIES LTD.

May 8, 1984Cavern International Industries Ltd.

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Bowe Developments Ltd.	Frank E. McConnell	105,167

## 25.2.6 OPACT ENERGY LTD.

May 9, 1984Opact Energy Ltd.

<u>FROM</u>	<u>TO</u>	<u>NO. OF SHARES</u>
Ritchie F. Braund	Donald B. McDonald	31,250



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VOLUME 7 #20/84

# OSC BULLETIN

The Ontario Securities Commission  
administers the Securities Act of Ontario  
(R.S.O. 1980, c. 466) and the Commodity Futures  
Act of Ontario (R.S.O. 1980, c. 78).

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MAY 18, 1984

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CHAPTER 1

NOTICES/PRESS RELEASES

1.1 J. D. BRIDGMAN/J. M. SHAUGHNESSY & D. B. ROBERTSON

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF JON DALLAS BRIDGMAN,  
JOSPEH MICHAEL SHAUGHNESSY & DAVID BRIAN ROBERTSON

NOTICE OF HEARING

WHEREAS a Notice of Hearing pursuant to subsection 26(1) of the Securities Act, R.S.O. 1980, c.466 was issued by the Ontario Securities Commission on November 9th, 1983, which hearing was scheduled to commence on November 25th, 1983;

AND WHEREAS the hearing did commence on November 25, 1983;

AND WHEREAS the hearing was adjourned sine die, at the request of the respondents to be brought on for hearing on not less than ten business days notice;

THEREFORE, TAKE NOTICE that the Ontario Securities Commission will hold a hearing pursuant to subsection 26(1) of the Securities Act, R.S.O. 1980, c.466 (the "Act"), at its offices on the 18th floor, 20 Queen Street West, Toronto, Ontario on Thursday, May 24, 1984 at the hour of 10:00 o'clock in the forenoon or so soon thereafter as the hearing can be held to consider whether it is in the public interest to order pursuant to subsection 26(1) of the Act that the registrations of Jon Dallas Bridgman ("Bridgman"), Joseph Michael Shaughnessy ("Shaughnessy") and David Brian Robertson ("Robertson"), or any of them, as securities salesman should be suspended, cancelled or restricted or whether terms and conditions should be imposed upon such registration or whether they should be reprimanded, by reason of the allegations, contained in the Notice of Hearing dated November 9, 1983.

AND TAKE NOTICE that any party to the proceedings may be represented by counsel of his choice at the hearing if he attends and submits evidence thereat.

AND TAKE NOTICE that upon failure of any party to attend at the time and place aforesaid, the hearing may proceed in his absence and he is not entitled to any further notice in the proceedings.

May 10th, 1984.

"Julie-Luce B. Farrell"



1.2 REGULATION TO AMEND REGULATION 910

REGULATION TO AMEND  
REGULATION 910 OF REVISED REGULATIONS OF ONTARIO, 1980  
MADE UNDER THE SECURITIES ACT

1. Section 133 of Regulation 910 of Revised Regulations of Ontario, 1980 is amended by adding thereto the following subsection:

- (2) Notwithstanding subsection (1), renewal of registration may be granted to any registrant that had a material change in ownership subsequent to the 30th day of December, 1977 and prior to the 3rd day of March, 1978, but the renewed registration shall not extend beyond the 30th day of September, 1989 and shall be subject to compliance with all other requirements and conditions of registration set out in the Act and the regulations or imposed pursuant thereto.

2. Subsection 134(5) of the said Regulation is revoked on the 1st day of October, 1984.

## 1.3 PRESS RELEASE

## 1.3.1 OAKWOOD PETROLEUMS LTD./CONVENTURES LIMITED

The Ontario Securities Commission today announced its decision in the matter of the share exchange take-over bid made by Oakwood Petroleum Ltd. for the common shares of Conventures Limited which has been subject to a temporary cease trade order issued by the OSC on April 16, 1984 and extended by order dated April 26, 1984. The OSC decision is that the temporary cease trade order be lifted provided that Oakwood prepares and distributes to the offeree shareholders of Conventures an amendment to its take-over bid circular of March 23, 1984 disclosing (i) the reasons why no independent engineering evaluations of the United States oil and gas properties of Conventures has ever been prepared and (ii) the value attributed to those properties by the management of Oakwood and the former management of Conventures. The result of the amendments to the take-over bid circular is that shareholders of Conventures who have already tendered their shares under the offer will be entitled to withdraw their shares so tendered for a further period of ten days from the date of mailing of the amendment. The Commission is advised that the take-over bid, previously extended to May 22, 1984, will be further extended to a date 21 days from the date of mailing of the amendment.

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 CANADIAN NATIONAL RAILWAY COMPANY

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CANADIAN NATIONAL RAILWAY COMPANY

AND

IN THE MATTER OF POLICY 5.6

RULING  
(Section 73)

UPON the application of Canadian National Railway Company (the "Company") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") having the effect of permitting the Company to participate in the Prompt Offering Qualification System pursuant to Policy 5.6 of the Commission (the "Policy") as if the Company were an Eligible Reporting Issuer as defined therein;

AND UPON it appearing to the Commission that the Company meets the requirements of an Eligible Reporting Issuer under the Policy with the exception of Clause B.1(a), which deals with the length of time an issuer must be a reporting issuer, the Company having been a reporting issuer only since August, 1982;

AND UPON hearing counsel for the Company and the submissions of Commission staff;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

NOW THEREFORE it is ruled that section 52 of the Act shall not apply, insofar only as that section concerns the form and content of a preliminary prospectus and a prospectus filed under section 52 of the Act, with respect to distributions of securities by the Company that are effected in accordance with the Policy;

AND IT IS RULED that for the purposes of this ruling and the Policy, the Company shall be deemed to be an Eligible Reporting Issuer as defined in the Policy;

PROVIDED THAT:

1. A preliminary short form prospectus and short form prospectus complying with the Policy are filed by the Company under section 52 of the Act pursuant to and in accordance with the Policy;
2. The Company shall comply with all of the other filing requirements and procedures and each of the eligibility requirements contemplated by the Policy, with the exception of the eligibility requirement relating to the length of time an issuer must be a reporting issuer as contemplated by paragraph B.1(a) of the Policy; and
3. The distribution of securities by the Company pursuant to a short form prospectus filed under section 52 of the Act shall otherwise comply with and be subject to the provisions of the Act;
4. The Company shall have completed its public disclosure permanent information record maintained with the Commission by filing with the Commission all of its annual reports, audited annual and unaudited interim financial statements and material change reports filed with the United States Securities and Exchange Commission since December 31, 1978 as well as, in respect of its last three completed financial years, all annual reports submitted to the Minister of Transport and laid before Parliament together with all unaudited interim reports issued by the Company during such three years.

May 10, 1984.

"Peter J. Dey"

"J. W. Blain"

## 2.2 MANAGEMENT SCIENCE AMERICA, INC.

Headnote

Section 73 - First trade in securities issued to Ontario employees pursuant to stock purchase plan is not subject to sections 24 or 52 of the Act

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MANAGEMENT SCIENCE AMERICA, INC.

RULING  
(Section 73)

UPON the application of Management Science America, Inc. (the "Applicant") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the first trade in \$.0025 par value common stock of the Applicant (the "Common Stock") issued to employees of the Applicant or its subsidiaries who are resident in Ontario (the "Ontario Employees") pursuant to the Applicant's Employee Stock Purchase Plan, its 1980 Stock Option Plan and its 1983 Stock Incentive Plan (collectively, the "Plans") is not subject to sections 24 or 52 of the Act;

AND UPON it being represented to the Commission that:

1. The Applicant, a Georgia corporation, is subject to the Securities Exchange Act of 1934 of the United States of America (the "U.S.A.");
2. The Applicant is not a reporting issuer under the Act;
3. The Common Stock of the Applicant trades on the over-the-counter market as reported by NASDAQ in the U.S.A.;
4. Pursuant to the Plans, eligible employees may purchase Common Stock or exercise options to purchase Common Stock, which options are non-transferable;
5. The Applicant currently has 1,568 employees eligible to participate in the Plans, of whom approximately 30 are resident in Ontario and as at the date of the application, only eight Ontario Employees had participated in the Plans;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the first trade in the Common Stock of the Applicant acquired by the Ontario Employees pursuant to the Plans is not subject to sections 24 or 52 of the Act provided that:

1. The issuance of the Common Stock pursuant to the Plans is made in compliance with all applicable state and federal laws of the U.S.A. and the Ontario Employees are provided with all disclosure material relating



to the Applicant required to be provided to employees or shareholders resident in the U.S.A.;

2. At the time of the acquisition of the Common Stock that is the subject of such a first trade, residents of Ontario are the registered holders of not more than 5% of the outstanding Common Stock;
3. The first trade is executed:
  - (a) through the facilities of any stock exchange in the U.S.A.; or
  - (b) in the over-the-counter market in the U.S.A. if the Common Stock is quoted on NASDAQ at the time of such trade;
4. Such first trade is made in accordance with the rules of the stock exchange or market upon which the trade is made and in accordance with the applicable state and federal laws of the U.S.A.; and
5. A copy of this ruling is provided to the Ontario Employees.

May 8, 1984.

"R. J. Kane"

"J. W. Blain"

## 2.3 MOTHER'S RESTAURANTS LIMITED

Headnote

Section 73 - Trade among certain shareholders during hold period not subject to sections 24 or 52 of the Act

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MOTHER'S RESTAURANTS LIMITED

RULING  
(Section 73)

UPON the application of certain of the shareholders ("Shareholders") as named in Schedule "A" to this Ruling, of Mother's Restaurants Limited (the "Company"), an Ontario Corporation, to the Ontario Securities Commission (the "Commission") pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for a ruling that proposed trades of common shares in the capital of the Corporation by and among the Shareholders inter se are not subject to sections 24 or 52 of the Act;

AND UPON the Commission being advised that:

1. The Company is an Ontario corporation, is a reporting issuer under the Act and has been since July, 1983, and its common shares are listed on The Toronto Stock Exchange;
2. The Shareholders hold an aggregate of 586,213 common shares of the Company, being approximately 24% of all of the issued and outstanding common shares of the Company;
3. No Shareholder individually holds more than 2.5% of the issued and outstanding common shares of the Company and none of the Shareholders have entered into any agreement or arrangement so as to constitute any combination of them holding a sufficient number of common shares to materially affect the control of the Company;
4. Each of the Shareholders have had close business relationships and associations with the Company;

AND UPON the Commission being satisfied that to rule as requested would not be prejudicial to the public interest;

NOW THEREFORE IT IS RULED pursuant to subsection 73(1) of the Act that the proposed trade of common shares in the capital of the Company by and among the Shareholders inter se is not subject to section 24 or 52 of the Act, provided that:

- (1) the Company files with the Commission such reports with respect to its outstanding securities as may be required by the Act or the regulations thereto;

- (2) no unusual effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect to any trade;
- (3) the offer and sale of any of the common shares will not be accompanied by an advertisement and no selling or promotional expenses will be paid or incurred in connection therewith, except for professional services.

May 8, 1984.

""R. J. Kane"

"J. W. Blain"

SCHEDULE "A"

THE SHAREHOLDERS

Gino Arcaro  
Danny Attridge  
Ronald A. Boratto  
Gino Bortolussi  
Donald Chambers  
Robert Chapman  
Howard Checketts  
Kevin Clark  
Peter Clarke  
George Czornyj  
George DaRosa  
James Deeth  
Bryan Dempsey  
Brian Duggan  
Barry Glazier  
Donald Godbold  
Neil Hamill  
Peter Hanson  
Randy Head  
Robert Hope  
John King  
Kevin Kisil  
Richard Kisil

Fred Lambert &  
Fred Lambert Enterprises Inc.  
William Lapp  
Michael Lloyd  
Lorne Miller  
John Misener  
Alaudin Mohamed  
Calvin Muma  
Michael Murphy  
James McKibbon  
Robert Neely  
David Nesbitt  
Patrick O'Leary  
Brian Phelan  
Norm Platt &  
NormPlatt Enterprises Inc.  
Donald Peterson  
Lino Pigozzo  
Nancy Prest  
John Renaud  
Norman Smith  
Joseph W. Stern Enterprises Inc.  
Derek Taylor  
John Weber  
Norm Youngs

## 2.4 BASIC RESOURCES INTERNATIONAL (BAHAMAS) LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF  
BASIC RESOURCES INTERNATIONAL (BAHAMAS) LIMITED

ORDER  
(Section 79(b)(iii))

UPON the application of Basic Resources International (Bahamas) Limited (the "Issuer"), a company incorporated under the laws of Bahamas, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting the Issuer from the requirements of sections 76, 77 and 78 of the Act;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirement to file, pursuant to sections 76 and 77, and from the requirement to send pursuant to section 78 of the Act, annual financial statements for the year ended December 31, 1983 and interim financial statements for the three month period ended March 31, 1984, provided that:

1. The Corporation files with the Commission and sends to its security holders its annual financial statements for the year ended December 31, 1983 on or before July 15, 1984; and
2. The Corporation files with the Commission and sends to its security holders its interim financial statements for the three month period ended March 31, 1984 on or before August 15, 1984.

May 11th, 1984.

"E.S. Miles"

"J.W. Blain"

## 2.5 PEAT RESOURCES LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF PEAT RESOURCES LIMITED

RULING  
(Section 73)

UPON the application of Peat Resources Limited ("Peat") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") that the proposed issue by Peat of up to 296,150 common shares to the persons and corporations listed in the attached Schedules A and B (collectively referred to as the "Creditors") is not subject to section 24 or 52 of the Act;

AND UPON it appearing to the Commission that:

1. Peat, an Ontario company, is not a reporting issuer under the Act, but has filed a preliminary prospectus (the "Preliminary Prospectus") for a proposed offering of its common shares and has received a receipt therefor pursuant to section 54 of the Act;
2. The authorized capital of Peat consists of 7,000,000 common shares and 1,500,000 special shares, of which 1,147,921 common and 500,000 Series A special shares are currently issued and outstanding;
3. Peat is indebted to the Creditors listed in the attached Schedules A and B in the amounts shown in those schedules for funds advanced or services rendered to Peat;
4. Peat proposes to issue up to 296,150 common shares to the Creditors at \$0.41 per share in satisfaction of Peat's indebtedness to the Creditors; and
5. The Creditors in Schedule A are at arm's length from Peat, while the Creditors in Schedule B are not at arm's length from Peat.

AND UPON being satisfied that to make this ruling would not prejudice the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act, that the issuance by Peat of up to 296,150 common shares to the Creditors, and in the amounts shown in the attached Schedules A and B in satisfaction of its indebtedness to the Creditors is not subject to section 24 or 52 of the Act, provided that:

1. Peat shall provide each Creditor with an offering memorandum (the "Offering Memorandum") which is to contain substantially the same information as the Preliminary Prospectus, which Offering Memorandum will give to each Creditor a "contractual right of action" as that term is defined in section 21(1)(a) of the regulation under the Act (the "Regulation"), will refer to the Preliminary Prospectus and will indicate that each Creditor has a choice as to whether or not to accept shares of Peat in satisfaction of Peat's indebtedness to him, and that, if he



decides not to accept shares, the funds raised under the proposed public offering, if a final receipt for a prospectus is issued pursuant to section 60(1) of the Act and such offering is successfully completed, will be sufficient to satisfy him;

2. The first trade in each of the common shares acquired pursuant to this ruling by each Creditor in Schedule A shall be made in accordance with the provisions of subsection 71(5) of the Act, and section 18a of the Regulation, as if such common shares had been acquired by such Creditor pursuant to an exemption referred to in subsection 71(5) of the Act;
3. The first trade in each of the common shares acquired pursuant to this ruling by each Creditor in Schedule B shall be made in accordance with the provisions of subsection 71(4) of the Act, and the provisions of the Regulation relevant thereto, as if such common shares had been acquired by such Creditor pursuant to an exemption referred to in subsection 71(4) of the Act, and in accordance with the provisions of subsection 71(7) and the provisions of the Regulation relating thereto where such first trades would be a distribution as defined in subparagraph 1(1)11(iii) of the Act; and
4. Peat shall obtain from each Creditor who acquires common shares pursuant to this ruling, and shall file with the Commission, a written acknowledgement that the Creditor:
  - (a) has received a copy of this ruling and of the Offering Memorandum; and
  - (b) is aware of the limitations imposed by this ruling upon the disposition by the Creditor of the common shares which are the subject of this ruling.

May 15, 1984.

"E. S. Miles"

"J. W. Blain"

#### SCHEDULE A

##### Arm's Length Creditors

<u>Name</u>	<u>Amount of Indebtedness</u>	<u>Shares A \$0.41 Offered</u>
Arlene Balina	\$ 1,000	2,420
Ken and Holly Bement	205	500
Costy Bumbu	840	2,050
Deke Dettbarn	500	1,220
Vicol Demostene	410	1,000
Robert Gregor	410	1,000
Mrs. Betty Howard	2,000	4,870
Idealogic Corporation	533	1,300
John Langshaw	2,050	5,000
R. Lavoie	1,000	2,420
Alan McGee	1,640	4,000
Joe & Zennia Myslicki	615	1,500
Joseph Z. Myslicki	492	1,200
Rosanne Myslicki	164	400



Poli Fiberglass Industries (Thunder Bay) Ltd.	750	1,830
Peter Radu	1,000	2,430
Glen Rydberg	500	1,210
Frances I. Sturdy	533	1,300
Susan Sturdy	533	1,300
May Szychter	500	1,220
Martin Ward	500	1,220
Jack Zimmerman	1,000	2,430
John Stephenson	738	1,800
	<u>\$17,913</u>	<u>43,620</u>

SCHEDULE BNon-Arm's-Length Creditors

<u>Name</u>	<u>Amount of Indebtedness</u>	<u>Shares A \$0.41 Offered</u>
William P. G. Allen	\$ 820	2,000
	2,050	5,000
Ian Connerty	17,671	43,100
	6,355	15,500
Glenlough Enterprises Ltd. - c/o V. Kavanagh	3,156	7,698
Ketzakey Silver Mines Ltd.	5,412	13,199
Altwerger Lapowick	2,419	5,900
Richard T. La Prairie	4,961	12,100
	820	2,000
	8,077	19,700
LMCFW	15,990	39,000
Materials Research Laboratory Ltd.	6,847	16,700
c/o Sudesh K. Singh, Ph.D.		
James Myslicki	2,337	5,700
	5,781	14,100
Margaret Myslicki	5,000	12,190
Martha L. Van Amerongen	15,844	38,643
	<u>\$103,540</u>	<u>252,530</u>

## 2.6 SHADOWFAX RESOURCES LTD.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF SHADOWFAX RESOURCES LTD.

ORDER  
(Section 79(b)(iii))

UPON the application, received April 25, 1984 and perfected May 3, 1984 of SHADOWFAX RESOURCES LTD. (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 77 of the Act;

AND UPON it appearing to the Commission that the Issuer has changed its financial year end from February 28 to December 31 effective June 6, 1983;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirements of sections 76 and 77 of the Act to the extent that the Issuer be allowed to file with the Commission the following financial statements rather than as would otherwise be required:

- (a) Quarterly unaudited financial statements for the three months ended March 31, June 30 and September 30, 1984 with comparative figures for the three months ended May 31, August 31 and November 30, 1983;
- (b) Audited financial statements for the twelve month period ended December 31, 1984 with comparative figures for the ten month period ended December 31, 1983.

May 16th, 1984.

"E.S. Miles"

"J.W. Blain"

2.7 MISSION RIVER PETROLEUM LTD.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF MISSION RIVER PETROLEUM LTD.

ORDER

(Section 79(b)(iii) - O.S.C. POLICY 2.6)

UPON the application, received and perfected May 9, 1984, of MISSION RIVER PETROLEUM LTD. (the "Issuer"), a company incorporated under the laws of Ontario to the Ontario Securities Commission (the "Commission") for an order pursuant to section 79(b)(iii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 2.6 exempting the Issuer from the requirements of sections 76 and 78 of the Act;

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an order where a reporting issuer satisfies me that it is dormant or inactive in the sense used in Commission Policy 2.6;

AND UPON being satisfied that to do so would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from filing with the Commission and sending to holders of its securities interim financial statements;

AND IT IS FURTHER ORDERED that these exemptions shall terminate thirty days after the occurrence of a material change in the Issuer's affairs unless the Issuer satisfies the Commission that such exemptions should continue.

May 14th, 1984.

"John F. Leybourne"

## 2.8 HUSKY INJECTION MOLDING SYSTEMS LTD.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF HUSKY INJECTION MOLDING SYSTEMS LTD.

ORDER  
(Section 99(e))

UPON the application of Husky Injection Molding Systems Ltd. ("HIMS") to the Ontario Securities Commission (the "Commission") for an order pursuant to s.99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") exempting HIMS from the requirements of Part XIX of the Act;

AND UPON HIMS representing to the Commission that:

1. HIMS was incorporated under the laws of Ontario on June 18, 1953 as a private company and the company deleted the private company restrictions in its Articles by amendment dated July 20, 1967;
2. HIMS has never made a public offering of its securities, is not a reporting issuer and its shares are not publicly traded;
3. The authorized capital of the company is 4,075,000 common shares without par value and 125,000 5% cumulative voting redeemable preference shares par value \$8.00 each, of which 1,803,082 common and 118,750 preference shares are outstanding;
4. The preference shares were privately placed in 1973. Originally 193,750 preference shares were issued. Subsequently 75,000 shares were converted into common shares pursuant to now expired conversion rights;
5. Pursuant to the preference share agreement, the preference shares are redeemable on demand by HIMS at par plus a 5% premium and all accrued dividends. Otherwise the shares are only redeemable with the consent of all the holders of the shares;
6. In total, three corporations and six individuals held all the outstanding preference shares;
7. On May 2, 1984, HIMS circulated to all nine shareholders a letter indicating that HIMS was willing "to accept an offer" by the shareholders to sell "at five (\$5.00) dollars a share plus accrued dividends.", if tendered by noon on May 15, 1984;
8. HIMS attached to the letter of May 2, 1984 a "Corporate Update" and an unaudited consolidated financial statement to March 31, 1984;
9. HIMS has accepted no offers to sell, but all shareholders have indicated a willingness to offer for sale at the price noted in HIMS' letter of May 2, 1984;

10. Any shareholder who does not sell his shares will continue to receive the 5% dividend in the ordinary course;

AND UPON being of the opinion that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to s.99(e) of the Act that the Applicants HIMS be and are hereby exempted from Part XIX of the Act in respect to their acceptance of the Offers of shareholders to sell the aforementioned preference shares, provided that HIMS notify all shareholders of their willingness to accept up to and including May 31, 1984, all offers to sell at the price stated in the aforementioned letter of May 2, 1984.

May 15th, 1984.

"Frank Iacobucci"

"E.S. Miles"



## 2.9 BELL CANADA ENTERPRISES INC.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C.466

AND

IN THE MATTER OF BELL CANADA ENTERPRISES INC.

ORDER  
(Section 117(2)(a)(ii))

UPON the application received in completed form on January 31, 1984, of BELL CANADA ENTERPRISES INC. (the "Issuer"), a company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466 (the "Act") and Commission Policy 10.1; for an order exempting certain of its insiders from the requirements of sections 102 and 104 of the Act;

AND UPON the Issuer having submitted to the Commission a list of its affiliated companies which it represents as disclosing all its major subsidiaries within the meaning of Commission Policy 10.1; and the Addendum thereto ("Major Subsidiaries") and all its major affiliates ("Major Affiliates") (Exhibit "A");

AND UPON the Commission pursuant to section 6 of the Act having assigned to me the power to make an order under section 117(2)(a) of the Act;

AND UPON being satisfied in the circumstances of this particular case there is adequate justification for making this Order, and the conditions herein seeming just and expedient;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those hereinafter specified, be and they hereby are exempted from the requirements of sections 102 and 104 of the Act with respect to the Issuer;

AND IT IS FURTHER ORDERED that the exemptions contained in this Order do not apply to those directors and senior officers of subsidiaries and affiliates of the Issuer:

1. who in the ordinary course receive knowledge of material facts or changes with respect to the Issuer prior to general disclosure of such facts or changes;
2. who are or become directors or senior officers of any of the Major Subsidiaries and Major Affiliates;



3. who are or become insiders of the Issuer by reason of subparagraphs 1(1)(17)(i) or (iii) of the Act; or
4. whom the Commission has by further order denied the exemptions contained in this Order;

AND IT IS FURTHER ORDERED that the following are conditions of this Order:

1. The Issuer shall maintain a continuous review of the senior officers and directors of its affiliated companies and shall advise the Commission promptly of any of them which become, or cease to be, exempted by this Order;
2. The Issuer shall, upon the request of the Commission or its staff furnish any information reasonably necessary to determine whether a senior officer or director of any affiliate is or is not exempted by this Order.

May 17th, 1984.

"John F. Leybourne"

Exhibit "A"

Bell Canada  
Northern Telecom Limited  
Northern Telecom Inc.  
Northern Telecom (Canada) Ltd.

2.10 BELL CANADA ENTERPRISES INC.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER BELL CANADA ENTERPRISES INC.

ORDER  
(Section 117(2) (a) (ii))

UPON the application of BELL CANADA ENTERPRISES INC. (the "Issuer"), a Company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2) (a) (ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an Order;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2) (a) (ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through its Shareholder Dividend Reinvestment and Stock Purchase Plan (the "Plan") provided that:

1. Each insider shall file by February 28 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Plan for an aggregate consideration of up to \$20,000.00 during the twelve month Plan period preceding such date; and
2. If any insider should dispose of securities acquired through the Plan prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

May 17th, 1984.

"John F. Leybourne"

## 2.11 BELL CANADA ENTERPRISES INC.

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER BELL CANADA ENTERPRISES INC.

ORDER

(Section 117(2)(a)(ii))

UPON the application of BELL CANADA ENTERPRISES INC. (the "Issuer"), a Company incorporated under the laws of Canada, to the Ontario Securities Commission (the "Commission") pursuant to section 117(2)(a)(ii) of the Securities Act, R.S.O. 1980, c.466, (the "Act");

AND UPON the Commission, pursuant to section 6 of the Act, having assigned to me the power to make such an Order;

AND UPON being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to section 117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of section 102 of the Act with respect to the acquisition of securities of the Issuer through its Optional Stock Dividend Program (the "Program") provided that:

1. Each insider shall file by February 28 of each year a report in the form prescribed by section 102 of the Act disclosing therein any increase not previously reported in the holdings of such insider of securities through the Program during the twelve month period ending December 31 preceding such date; and
2. If any insider should dispose of securities acquired through the Program prior to reporting the acquisition thereof, such insider shall file a report in accordance with section 102 of the Act disclosing therein both the acquisition and disposition of such securities.

May 17th, 1984.

"John F. Leybourne"

2.12 CANWEST FINANCIAL HOLDINGS LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, C. 466

AND

IN THE MATTER OF CANWEST FINANCIAL HOLDINGS LIMITED

ORDER  
(Section 82)

UPON the application received February 22, 1984, and perfected April 11, 1984, of CANWEST FINANCIAL HOLDINGS LIMITED a company continued under the laws of Canada, to the Ontario Securities Commission (the "Commission") for an order pursuant to section 82 of the Securities Act, R.S.O. 1980, c. 466 (the "Act");

AND UPON it being represented that CANWEST FINANCIAL HOLDINGS LIMITED now has fewer than fifteen security holders whose latest address as shown on its books is in Ontario;

AND UPON the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

IT IS ORDERED pursuant to section 82 of the Act that CANWEST FINANCIAL HOLDINGS LIMITED be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen security holders whose latest address as shown on its books is in Ontario.

May 10th, 1984.

"E.S. Miles"

"J.W. Blain"

## 2.13 CARMA LTD.

Headnote

Section 73 - Issuance of shares to creditor of subsidiary of issuer

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF CARMA LTD.

RULING  
(Section 73)

UPON the application of Carma Ltd. ("Carma") to the Ontario Securities Commission (the "Commission") pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") for a ruling in respect of certain proposed issuances of securities by Carma in connection with a plan for the reorganization of Carma and its subsidiary, Carma Developers Ltd. ("CDL");

AND UPON it appearing to the Commission that:

1. CDL is indebted to Bank of America Canada ("B of A") in the amount of approximately \$5,500,000 on a mortgage dated June 4, 1982 and that CDL has entered into a letter of intent dated December 27, 1983 (the "B of A Letter of Intent") with B of A with respect to this mortgage, the principal terms of which are as follows:
  - (a) interest outstanding as at December 31, 1983 of \$631,439.91 will be paid by the issuance of 210,480 Class A Common Shares of Carma at \$3 per share;
  - (b) interest for the two year period from January 1, 1984 to December 31, 1985 will be assumed to run at 11% per annum (instead of floating with prime rate) and will aggregate \$1,212,750 and will be prepaid on conclusion of formal documentation by the issuance of up to an additional 404,250 Class A Common Shares of Carma;
  - (c) during the remaining two years of its term (1986-7), the mortgage will bear interest at prime plus 1/2%; and
  - (d) the principal of the mortgage will be reduced from take downs of lots from the property securing the mortgage as indicated in paragraph 5 of the B of A Letter of Intent.
2. The Class A Common Shares of Carma are listed on the Alberta and The Toronto Stock Exchanges;

AND UPON being satisfied that to so rule would not be prejudicial to the public interest;

IT IS RULED pursuant to subsection 73(1) of the Act that the issuance to B of A pursuant to the B of A Letter of Intent of up to but not exceeding 614,730 Class A Common Shares of Carma is not subject to sections 24 or 52 of the Act, provided that:

1. All approvals required pursuant to the by-laws and policies of The Toronto Stock Exchange have been obtained; and
2. The first trades in Common Shares received by B of A shall be subject to subsection 71(5) of the Act and section 18a of the Regulations as if such Class A Common Shares had been issued pursuant to one of the exemptions referred to in subsection 71(5) of the Act.

April 30, 1984.

"R. J. Kane"

"J. W. Blain"



2.14 EXEMPT PURCHASERS

2.14.1 RETIREMENT ANNUITY PLAN - NORANDA GROUP

2.14.2 MINORCO CANADA LIMITED

EXEMPT PURCHASERS

Retirement Annuity Plan - Noranda Group

The Commission granted recognition to Retirement Annuity Plan - Noranda Group as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

Minorco Canada Limited

The Commission granted recognition to Minorco Canada Limited as an exempt purchaser under ss. 34(1)4 of the Securities Act, 1980, for the ensuing twelve months.

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE



CHAPTER 4

CEASE TRADING ORDERS - SECTION 123 (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE



CHAPTER 5  
POLICIES (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER  
IN THIS ISSUE





CHAPTER 6

REQUESTS FOR COMMENTS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE



## CHAPTER 7

### INSIDER TRADING REPORTS

#### EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

#### GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

## NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

## CHARACTER OF TRANSACTION

- |            |                            |     |                              |
|------------|----------------------------|-----|------------------------------|
| No Symbol- | purchase or sale           | "M" | - internal                   |
| "A"        | - bequest or inheritance   | "Q" | - qualifying shares          |
| "C"        | - compensation             | "R" | - redeemed (called, matured) |
| "E"        | - exchange or conversion   | "T" | - stock dividend             |
| "F"        | - exercise of rights, etc. | "V" | - stock split                |
| "G"        | - gift                     | "X" | - exercise of option         |
| "IR"       | - initial report           | "Z" | - distribution               |

\*Returned for reconciliation purposes.

REPORTING ISSUER	INSIDER	SECURITY	REL N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
A. H. A AUTOMATIVE TECHNOLOGIES CORPORATION	Wagman, Joel S. Z.	Common	B	--				
	563519 Ontario Limited			--	IR1			474665
				Apr/84	1		86900	387765
AMCA INTERNATIONAL LIMITED	Chamberlain, Ross E. Indirect Holdings	Common	S	Apr/84	X	50000		50000
	Kingsmill, Ardagh S.		DI	--	IR			8000
	Reekie, C. Douglas	Securities	D	--	IR			100
ABERFORD RESOURCES LTD	Dionne, Dennis V.	Common	S	Apr/84	X	5000		---
ABITIBI-PRICE INC.	Abitibi-Price Inc.	Preferred Series A		Apr/84		300		6300
				Apr/84	R		300	---
ARGENTEX RESOURCE EXPLORATION CORP.	Tory, John A.	Common	D	Apr/84	T	29		3867
	Bednarz, Leonard	Common	D	--	IR			25001
ALBERTA ENERGY COMPANY LTD.	Bwint, Derek S.	Call	SI	May/84			10	---
		Common		Apr/84		258		1360
		Puts		May/84		14		14
	Milner, Stanley A.	Second Preferred Series 1	D	--				106987
	Indirect Holdings			Apr/84	1		800	14670
ALGONQUIN MERCANTILE CORPORATION	Franklin, Cecil H.	Common	DSB	Apr/84		288		234960
	Minaco Equipment Ltd.			--	1			32688
	Franklin, Robert M. RRSP		DS	Feb/84		200		33910
				Feb/84	1	100		3000
ALLIED CORPORATION	Barter III, John W.	Securities	S	--	IR			---
ALTEX RESOURCES LTD	Disturnal, Richard C. Indirect Holdings	Common	DB	--				
	Slessor, David K.		S	--			5000	1070059



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ALTEX RESOURCES LTD (Continued)	Slessor, David K. Wife Stock Plan RRSP	Common	S	May/84 -- --	1 1 1		3000	5000 112905 17000
AMERICAN EXPRESS COMPANY	Kissinger, Henry A.	Securities	D	--	IR			---
ASAMERA INC.	Moore, Robert G.	Common	S	Apr/84	C	500		500
	Brown, Peter M.	Common	D	Apr/84			5000	5000
ARC INTERNATIONAL CORPORATION	Arnmart Investments Limited	Common	B	Apr/84		19500		450857
	Bendera, Robert W.		D	Apr/84		34750		79580
	Chapman, Stewart W.		S	Apr/84		100000		101700
	Halpern, Philip A.		S	Apr/84		100000		107700
	Tenney, Arnold S.		S	Apr/84		150000		300000
ATLAS YELLOWKNIFE RESOURCES LIMITED	Harrop, Christopher J. F.  RRSP	Common	DS	--  Apr/84	  1	  10000		869750  91750
	Harrop, Christopher J.F. Canterbury Financial Services Limited		DS					
AUDAX GAS & OIL LTD.	Atlas Yellowknife Resources Limited	Common	B	Apr/84		10000		1010887
	Hunter, Harry D. D. H. Developments		DS	-- Apr/84	 1	 46840		992498 146840
AURELIAN DEVELOPERS LTD.	Hinchcliffe, Harold L.	Common	S	Apr/84	F	4000		19000
BANISTER CONTINENTAL LTD.	Bateman, William M.	Common	DS	May/84		1000		5000
BANK OF MONTREAL	Archbold, John	Common	S	--	IR			822
BANK OF MONTREAL MORTGAGE CORPORATION	Archbold, John	Securities	SI	--	IR			---
	McKechnie, James G.		SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Archbold, John	Securities	SI	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS		BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				DATE	TYPE			
		Securities	SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD. (Continued)	McKechnie, James G.							
BANK OF NOVA SCOTIA, THE	Sherman, Frank H. Amended	Common	D	Jan/84	V	6246		9369
BARYMIN EXPLORATIONS LIMITED	von Roeder, Mark-Hilbert	Common	S	Mar/84		60400		60400
BEAR CREEK RESOURCES LIMITED	Blair, John N.	Securities	D	--	IR			---
	Brown, Jan T.	Common	DS	--	IR			1100
	Dolata, Edmund T.		D	--	IR			87300
		Preferred		--	IR			485
	Farkas, Paul T.	Common	D	--	IR			174661
	Indirect Holding	Preferred		--	IR1			970
	Gauvreau, Emile J.	Common	DSB	--	IR			307161
		Preferred		--	IR			970
	Hopkins, Harold A.	Securities	D	--	IR			---
	Sheasby, Norman M.		D	--	IR			---
	Wickham, Richard N.	Common	DS	--	IR			86250
BEAU CANADA EXPLORATION LTD.	Manufacturers Life Insurance Company, The	Class A Common	B	--	IR			1460916
BELL CANADA ENTERPRISES INC.	Hall, C. Denis Indirect Holdings	Common	DI	-- Apr/85	T 1	28		712 1246
	Light, Walter F. Indirect Holdings		D	-- Apr/84	T 1	50		8476 1370
	MacDonald, John D. Indirect Holdings		DI	-- Apr/84	T 1	13		413 367
	Sullivan, Daniel E. Indirect Holdings		DI	-- Apr/84	T 1	2		1000 1169
BELL CANADA	Bell Canada Enterprises Inc.	Common	B	Apr/84			10	195419301

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BELL CANADA (Continued)	Bell Canada Enterprises Inc. Qualifying Shares	Common	B	Apr/84	M 1	10		170
BLACK CLIFF MINES LIMITED	Ansini Investments Limited	Common	B	Jan/84			10313	356287
	Tomasini, Angelo		D	Jan/84			32187	528813
BITECH ENERGY RESOURCES LIMITED	Kochberg, Harold	Common	DS	May/84		2000		7100
	Indirect Holdings			--	1			31700
BLACKDOME EXPLORATION LTD.	Barrier Reef Resources Ltd.	Common	B	Apr/84			15000	390100
	Subsidiaries			--	1			445100
BLAKE RESOURCES LTD.	Thomson, William E.	Common	D	Apr/84		18500		29554
BOMAC BATTEN LIMITED	McIntyre, Andrew A. Andrew McIntyre Enterprises Inc.	Class A	DS	--				5000
				--	IRI			900
BOREALIS EXPLORATION LIMITED	Buckley, Fergus R.	Common	SI	Apr/84			100	
	Buckley, Rosario L.		SI	Apr/84			100	300
BOW VALLEY INDUSTRIES LTD	Raymond, James D.	Common	SI	Apr/84		8000		69154
	Indirect Holdings			--	1			36185
BRAMALEA LIMITED	Bodrug, William A. Share Purchase Plan	Common	S	Apr/84 Apr/84	1	454	454	787 11370
	Boltman, Myron L. Share Purchase Plans		S	Apr/84 Apr/84 Apr/84	1	1000	1000 1000	519 15317
	Crombie, William J. Share Purchase Plans		SI	Apr/84 Apr/84	1	368	368	1172 9199
	Deson, Gordon L. Share Purchase Plan		S	Apr/84 Apr/84	1	191	191	3563 36289
	Field, Kenneth E. Share Purchase Plans Other Indirects		DS	Apr/84 Apr/84 --	1 1 1	19454	19454	1874499 331903 70376

REPORTING ISSUER	INSIDER	SECURITY	REL'N	DATE	TYPE	ACQUIRED	DISPOSED	HOLDINGS
BRAMALEA LIMITED (Continued)	Shiff, J. Richard	Common	DS	Apr/84		19454		85015
	Share Purchase Plans Control			Apr/84	1		19454	331903
				--	1			95116
	Wiseman, Ivan T.							1519
	Share Purchase Plans Control		S	Apr/84	1	318	318	15326
				Apr/84	1			496
				--	1			
BREAKWATER RESOURCES LTD.	McRae, Douglas E.	Common	DS	Mar/84			5000	18000
	Amended							
	Macrim Investment Corp.			Mar/84	1	45900		
				Mar/84	1		40000	1907000
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	McCallum, Daniel J.	Common	S	Mar/84		400		500
BRITISH COLUMBIA TELEPHONE COMPANY	McNeil, D. Barry	Ordinary	S	--	IR			219
	RRSP			--	IR1			481
	Direction			--	IR1			500
CAE INDUSTRIES LTD.	Frosst Jr., Charles E.	Common	SI	Apr/84	X	750		200
	Direction			Apr/84			700	500
				--	1			
CB PAK INC.	Crawford, Robert A.	Common	S	--	IR			1100
		Warrants		--	IR			5700
	Dubois, Pierre G.	Common	SI	--	IR			500
		Warrants		--	IR			250
	Grundy, Norman A.	Common	SI	--	IR			2000
		Warrants		--	IR			1000
	Simpson, Ronald J.	Common	D	--				7500
	Children Trust Fund			Apr/84	1	1000		1000
C-I-L INC.	Chant, Lloyd H.	Common	S	Apr/84		992		1992
	Hampton, Christopher							
	Christongay Ltd.		DS	Apr/84		1639		1739
				Mar/84			400	2000
				--	1			
	King, John S.		S	Apr/84		481		932

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
C-I-L INC. (Continued)	Murdock, James D.	Common	S	Apr/84		565		1118
	Ross, Gordon L.		S	Apr/84		487		916
	van Zeggeren, Frederik		S	--	IR			524
	Ward, Richard V.		S	Apr/84		634		1259
CTG, INC	Schmidt, Preben U.	Common	DS	Apr/84		2000		2000
CSA MANAGEMENT LIMITED	Hamilton, Robert J.	Securities	DS	--	IR			---
CABRE EXPLORATION LTD	Maaskant, Garry R.	Common	S	--				50158
	Indirect Holdings		--					
				Mar/84	1	2000		
				Apr/84	1		6000	61042
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	Cadillac Fairview Corporation Limited, The	Preference Series A		Apr/84		5000		
				Apr/84	R		5000	---
	Jolicoeur, Roland	Common	S	May/84	X	2598		9250
		Preference Series A		May/84	X	433		1450
	Kolber, Ernest L.	Common	DS	Apr/84		2777		2483737
	Raymond, James D.		DSI	Apr/84		1666		18067
CAMCO INC.	Jones, J. Edward	Common	S	Apr/84		2000		3800
CAMINDEX MINES LIMITED	McGregor, Roderick W.	Common	D	Apr/84			20000	30259
CAMPBELL RESOURCES INC	Abramovitch, Fred R.	Common	SI	Jan/84		8000		8000
	Boucher, Michel		SI	Apr/84	E	600		200
		Preferred Series 1		Apr/84			167	---
		Preferred Series 3		Apr/84	E		1000	---
CANADA PACKERS INC.	Canada Packers Inc.	Common		Apr/84		2800		---
				Apr/84	R		2800	---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CANADIAN RESOURCES LIMITED	Plaskett, Gordon G.	Common	B	Apr/84			3000	662001
CANADIAN CORPORATE MANAGEMENT COMPANY LIMITED	Evans, John R.	Class Y	D	Apr/84		1000		1000
CANADIAN CURTISS-WRIGHT LIMITED	Darragh, Cavan J.	Common	S	Apr/84	X	3000		9000
CANADIAN GENERAL INVESTMENTS LIMITED	Wright, Patrick O. G. Power of Attorney	Common	D	-- Apr/84	M 1		41171	12490 ---
CANADIAN IMPERIAL BANK OF COMMERCE	Morris, T. P. Gregory	Common	S	Apr/84		300		300
	Petit, G. Andre		S	Apr/84		600		731
	Riley, Conrad S. Indirect Holding		D	-- Apr/84	1	2000		2840 2000
CANADIAN PACIFIC LIMITED	Kingsmill, Ardagh S.	Ordinary	D	--	IR			2000
	Wadds, Jean C.	Common	D	--	IR			2000
CANADIAN PACIFIC ENTERPRISES LIMITED	Clough, John P.T.	Common	SI	Apr/84	T	280		3530
	Kingsmill, Ardagh S.		DI	--	IR			2091
	McLaughlin, W. Earle		D	Apr/84	T	425		18670
	Phillips, Neil F.		D	May/84		2200		6443
CANALANDS RESOURCES CORPORATION	O'Connor, Michael J.	Common	D	Apr/84			45600	---
	Rowe, Edward G. RRSP		DS	Apr/84 --	1	3000		16265 3235
CANFOR CORPORATION	Jarvis, Joseph B.	Common	D	May/84		400		400
CANUC RESOURCES INC.	Gunn, Ronald A. Canug Investments Webgun	Common	D	Apr/84 -- --	1 1 1	13000		56750 68000 333333
	Murton, Kenneth G.		D	Apr/84		7500		226100
CARLING O'KEEFE LIMITED	Twomey, David A.	Securities	DI	--	IR			---



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CARMA LTD.	Zall, Ronald I. Custodian	Class A Common	D	Apr/84	1	5000		5105 100
CAROLIN MINES LTD.	Robbins, George H.	Common	DS	Apr/84 Apr/84	X	2500	200	2500
CASCADE PACIFIC RESOURCES LTD.	Wilson, Michael Wilgor Holdings Ltd.	Common	DSB	Apr/84	1		35000	87000 300000
CENTRAL TRUST COMPANY	Macburnie, Royden J.	Common	DS	Apr/84			2000	13500
CHATEAU STORES OF CANADA LTD.	Segal, Herschel H. Rainy Day Investments Ltd. 125387 Canada Inc.	Class B	DSB	--				
	Weinberg, Michael L. Indirect Holding		DS	--	1	3000		3000
				--	1			3151000
CHARTER INDUSTRIES (1982) LTD.	Godel, Morris	Common	D	--	IR		3000	---
	Wife			--	IR1			120
CHRYSLER CORPORATION	Bates, Baron K. Wife	Common	S	Apr/84	1		3875	2000 1500
	Butts, George F.		S	Apr/84 Apr/84	M	1063	1063	9950 1384
	Denomme, Thomas G.		S	Apr/84			8750	4000
	Runk, Leroy H. ESOP Trust		S	Apr/84	1		1100	5100 66
CINCINNATI ENERGY CORP	Ellis, Peter C.	Securities	D	--	IR			---
	Vanover, John W.		DS	--	IR			---
COHO RESOURCES LIMITED	Campbell, Kenneth F. RRSP Campco International Capital Ltd. Shauntan Holdings Ltd. Control	Class A	DS	-- Apr/84	1	13100		50717 91200
				--	1			176977
				--	1			185872
				--	1			24
COLECO INDUSTRIES, INC	Bromley, Eric D.	Common	S	Apr/84			30000	30000
	Clarke, J. Brian		DS	Apr/84			35000	105000

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COLECO INDUSTRIES, INC (Continued)	Cohen, Philip	Common	S	Mar/84			5000	
	Gershman, Melvin Y.			Apr/84			20000	60060
	Handel, Morton E.		DS	Apr/84			40000	155874
	Kahn, Alfred R.		DS	Apr/84			32000	16000
	Karam, Lawrence J.		S	Apr/84			20000	21000
	Kirsch, Michael R.		S	Mar/84	C	5000		7200
	Liguori, Ralph		S	Apr/84			7500	7500
	Meyer, Paul C.		S	Jan/84	C	10000		10000
	Pasquale, James		S	Apr/84			15000	15000
	Passante, John A.		S	Mar/84	C	10000		11000
	Schwefel, Michael S. As Custodian		S	Apr/84			7500	7500
	Silverman, Sidney A.		S	Apr/84			25000	26220 40
	Wood, Jerry D.		S	--	I			
	Yoseloff, Mark L.		S	Apr/84			7500	32526
	Zampini, Dino		S	Apr/84			15000	15000
			S	Apr/84			40000	43800
COLONIAL OIL & GAS LIMITED	8668 Holdigs Ltd.	Common	S	Apr/84			15000	120
COMINCO LTD.	Canadian Pacific Limited Amended to correct date in May 11/84 Bulletin Canadian Pacific Enterprises Limited	Common		Apr/84		11800		37200
		Common	B	--				
COMMERCIAL OIL AND GAS LTD.	Commercial Oil and Gas Ltd.	Common		May/84	V I	22820212		34230318
		Common		Apr/84		3500		341777
COMPUTER INNOVATIONS DISTRI- BUTION INC.	Groenewald, James N. RRSP 47423 Ontario Ltd.	Common	S	Apr/84		2500		6000
			--	--	I			87000
			--	--	I			31416

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
COMPUTER INNOVATIONS DISTRIBUTION INC. (Continued)	Groenewald, James N. Purchase Plan Personal Trust	Common	S	--	1			3300
	MacIntosh, Richard C. Stock Purchase Plan		SI	--				4161
				--	IR1			
BYTEC-COMTERM INC.	Tuddenham, Ross D. Amended to Correct date in May 11/84 Bulletin	Common	D	Mar/84		100000		100000
CONSOLIDATED-BATHURST INC.	Carrier, Jean-Jacques	Option	S	Apr/84		1000		1000
	Dufresne, Guy	Common	S	Apr/84 1984	T	12000 12		16442
	Narang, Ashok K. Montreal Trust Company	Common Series A	S	-- Apr/84	1	18000		7 19200
	Robichaud, E. C.	Common	S	--	IR			1006
	Strangeland, Tor O. Indirect Holding	Series B Common	DS	-- Apr/84	1	50000		14638 92800
CONSOLIDATED IMPERIAL RESOURCES ENERGY LIMITED	Pathfinder Financial Corporation	Pfd. Series A	B	May/84			25000	49474
CONSOLIDATED GASCOME OILS LTD.	Saunderson, Peter	Common	D	May/84		600		1400
CONSUMERS DISTRIBUTING COMPANY LIMITED	Haberman, Michael	Class B	S	Apr/84		10000		69700
CONTINENTAL GROUP INC., THE	Luci, James S.	Common	S	Apr/84	F	152		473
CONVENTURES LIMITED	Nickle, Carl O.	Common	D	Apr/84		44300		53989
CONWEST EXPLORATION COMPANY LIMITED	Barnett, William E.	Class B	DS	May/84			10500	50000
CORBY DISTILLERIES LIMITED	Monier, Lilliane	Common	S	Feb/84 Apr/84		54	54	---
CRESTBROOK FOREST INDUSTRIES LTD.	Thompson, Alan G.	Common	D	Apr/84	V	200		300
CROWN ZELLERBACH CANADA LIMITED	Beaton, Blair W. Savings Plan	Class A	S	-- 1983	1			

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CROWN ZELLERBACH CANADA LIMITED (Continued)	Beaton, Blair W. Savings Plan	Class A	S	Mar/83	1		1735	---
	Caldwell, George E. Savings Plan		S	-- 1983 Mar/83	1 1	11	2756	---
	Christensen, James L. Savings Plan		S	-- 1983 Mar/83	1 1	70	2337	---
	Clark, Gordon M. Savings Plan		S	-- Mar/83	1		161	---
	Denman, MacDonald S. Savings Plan		D	-- Mar/83	1		346	---
	Greig, James W. Savings Plan		S	-- 1983 Mar/83	1 1	65	3140	---
	MacFarlane, Judith K. Savings Plan		S	-- Mar/83	1		84	---
	Mare, Philip D. Savings Plan		S	-- 1983 Mar/83	1 1	13	3190	---
	Pearson, George L. Savings Plan		S	-- 1983 Mar/83	1 1	156	1679	---
	Rainer, James A. Savings Plan		S	-- Mar/83	1		911	---
	Rust, Thomas G. Savings Plan		S	-- 1983 Mar/83	1 1	26	1040	---
CROWN INC.	Lovergant, Harold L. Indirect Holding	Warrants	S	-- Dec/83 Mar/84	1 1	5000 2000		7000
DYNEX PETROLEUM LTD.	Sharp, Wayne R. Indirect Holding	Common	D	-- Apr/84	1		3000	8900 182400
KAOLIN OF CANADA INC.	Johnson, Ralph C.	Common	DS	Apr/84			25000	806500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DAON DEVELOPMENT CORPORATION	Rielly, Thomas J.	Common	SI	Apr/84			26000	5624
DEVELCON ELECTRONICS LTD.	Hill, Nigel T. Uphill Holdings Ltd. and Uphill Investments Ltd. R and D Hill Investments	Common	D	--				
				Apr/84	1	11800		489550
				--	1			160000
	Peacock, Michael F. Plumage Properties Ltd.		D	--				
				Apr/84	1	15000		310200
DOFASCO INC.	Lindsey, David A.	Class A	S	Apr/84 Apr/84	M	1052	4400	2148
		Class B		Apr/84	M		1052	100003
	McAllister, John H.	Class A Common	SI	Apr/84			152	5824
	RRSP	Warrants		--				
				Apr/84	1	250		400
DOME CANADA LIMITED	Gardner, Donald R.	Convertible Debentures	S	Apr/84		\$100000		\$100000
	McNeil, Frederick H.		D	Apr/84		\$125000		\$125000
DOMINION TEXTILE INC.	Begin, Raymond	Common	S	Apr/84		21		1758
	Braid, Harry		S	Apr/84		15		1256
	Caisse de depot et placement du Quebec		B	Apr/84	T	27881		2346376
	Moisan, Calixa N. Ranlac Inc.	Ordinary	D	Oct/83 Apr/84 Oct/83	M		1800	
					M 1	10 1800		906 1800
	Suddaby, Donald E.	Common	S	Apr/84		3		216
	Tremaine, Arthur R.		S	Apr/84		10		877
DUPONT CANADA INC.	Richardson, Robert J. Co-Executor of Estate	Common	D	--	IR			1200
				--	IR1			175
DUNRAINE MINES LIMITED	Koza, Harry RRSP	Common	DS	Apr/84			35000	77901
				--	1			15000

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
DYLEX LIMITED	Jacobson, Russell Adoribel Holdings Limited	Class A Pref.	DISI	--				
				--	IR1			126465
	Maklin, Mickey		S	Mar/84 Apr/84			400 154	6096
ECHO BAY MINES LTD.	Bennett, Richard H.	Units	S	Apr/84		2		2
	MacDonnell, Peter L. P.		D	Apr/84		29		29
	Tamblyn, Hugh F.		S	Apr/84		5		5
	Zigarlick, John		S	Apr/84		29		29
EDDA RESOURCES INC	Parres, James	Class A Warrants	DS	Apr/84	C	25000		
				Apr/84		15000		40000
		Common		Apr/84 Apr/84	C	25000 15000		140000
ELKS INC.	Agnico-Eagle Mines Limited	Common	B	Apr/84		3300		1655350
ENEXCO INTERNATIONAL LIMITED	Kizan, William W.	Common	D	Apr/84			2400	81536
ENSERCH CORPORATION	Williams, Richard B. TRASOP Trust Stock Purchase Plan Special Trusts	Common	S	Apr/84	X	2363		5738
				--		1		374
				--		1		3275
				--		1		2856
ENS BIO LOGICALS INC.	Dumler, Richard Amended Lambda wife	Common	D	--				
				--	IR1			272400
				--	IR1			100
	Dumler, Richard Amended Lambda	First Pref.	D	--				
				--	IR1			202100
	Ogilvie, Kelvin K. Amended	Common	D	--	IR			85000
ETHYL CORPORATION	Blanchard Jr., Lawrence E. Savings Plan wife	Common	DS	Feb/84 Apr/84	C	200 246		49658
				--		1		21408
				--		1		2000



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ETHYL CORPORATION (Continued)	Gill, James M.	Common	DS	--				14190
	Savings Plan			Apr/84	1	15		14226
	Horn Jr., Albert B. Savings Plan		DS	-- Apr/84	1	19		11944 397
	Koehnle, John F. Savings Plan		S	-- Apr/84	1	10		300 224
	Wilkins Jr., Ray Savings Plan		S	-- Apr/84	1	15		400 5149
EUROPA PETROLEUM LTD	Lamond, Robert W. Humboldt Lamond, Mary J.	Common	B	-- Apr/84 --	1 1	7000		211356 11656201 30959
FARADAY RESOURCES INC	Conwest Exploration Company Limited	Common	B	Apr/84		14200		1714170
FIRAN CORPORATION	Firestone, D. Morgan G. P. Metal	Common	DS	Apr/84 --	1		500	4818850 875392
	Walter, Vincent C.		S	Apr/84			30000	40000
FIRST CITY FINANCIAL CORPORATION LTD.	Belzberg, Samuel	Common	DSB	Apr/84			75	129523
	RRSP Other Indirect			-- --	1 1			15396 2196353
FORD MOTOR COMPANY	Capolongo, James A.	Common	S	Apr/84	X	3284		6312
FRASER INC.	Fisher, John P. Stock Purchase Plan Other Indirect	Common	DS	Apr/84 Apr/84 --	1 1	1000	1000	34369 12125 800
	Frazee, Rowland C.		D	Mar/84 Apr/84	T	1 250		540
GLE RESOURCES LTD	Carter, Michael F. K.	Common	D	Apr/84			2500	---
GALORE GOLD RESOURCES INC.	Campbell, Ronald 546577 Ontario Inc.	Common	DSB	Apr/84 --	1	60000		60000 600000
GALVESTON PETROLEUMS LTD.	MacConnell, Leslie R. Santa Monica Invts Inc.	Common	DS	-- Feb/84 Mar/84	1 1	4300 1900		4300 6200
	Pezim, Murray		D	Apr/84		500		40200

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GALVESTON PETROLEUMS LTD. (Continued)	Pezim, Murray Indirect Holdings	Common	D	--	1			959200
GEDDES RESOURCES LIMITED	Carter, Michael F. K. L&M Carter Management	Common	S	-- Apr/84	1		5000	20000
GEMINI FOOD CORPORATION	Black, David B.  Davemac Investments Limited	Common	D	--	IR			500
	Tomkay Investments Limited		B	Apr/84		250	2000	550938
			B	Apr/84		250		552938
GENDIS INC.	Gendis Inc.	Class A		Mar/84		3		177
GENERAL AMERICAN TECHNOLOGIES INC.	Smith, Bruce  Galleon Realty Limited	Class A	DSB	Apr/84			78200	---
				--	1			236300
GENERAL MOTORS CORPORATION	Johnson, Elmer W. Trusts Joint Tenancy	Common	S	-- Apr/84	1	1000		842 3800 100
	Stempel, Robert C. Wife Savings Stock Purchase Program		S	Apr/84 Apr/84	M 1 M 1	2		1336 162
				--	1			1088
	Zalecki, Paul H. Savings Stock Purchase Program		S	Apr/84			2251	---
				--	1			554
GEOCRUDE ENERGY INC.	Rafelman, Donald  Holding Company	8% Convertible Subordinate Debenture due Nov 10/95	D	--				
	Stuart, Harold C.	Common	D	Apr/84			100	---
GLOBAL MARINE INC.	Roeck Jr., Thomas J.	Common	S	Apr/84	X	6000		22659
GLOBAL SHELTER LTD.	Bloovol, Marilyn H.  DeCristoforo, George	Common	DI	--	IR			1
			DI	--	IR			100001

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GLOBAL SHELTER LTD. (Continued)	Stratas Corporation Ltd., The	Common	B	--	IR			8080620
GOLDLUND MINES LIMITED	Swaissland, Kenneth F.		DI	--	IR			1
	Keenleyside, Donald W. RRSP	Common	D	-- Mar/84	1		7000	100 22138
GOLDSEARCH INC.	Heagle, Douglas E. National System of Banking Limited Silver Eagle Holdings Limited	Common	D	-- Apr/84	1	19300		154300
				--	1			37500
	Heagle, Douglas E. National System of Banking Limited	Rights	D	-- Apr/84	1	19300		19300
GOLDQUEST EXPLORATION INC.	Hnilica, Carl	Common	D	Apr/84	F	3214		8839
	Gibson, Robert H.	Common	SSI	Apr/84			2000	5000
GREAT PACIFIC INDUSTRIES INC.	Pattison, James A. Jim Pattison Investments Limited	Common	DSB	--				
				Apr/84	1	16180		3180639
GROSMONT RESOURCES LTD	Riddell, Clayton Paramount Resources Ltd	Common	D	-- Apr/84 Apr/84	1 E 1	24000 2000		156391 1102446
GUARANTY TRUST COMPANY OF CANADA	Gormley Investments Limited Traders Group Limited	Common	B	--				
				Apr/84	1	20		12070523
GUARDIAN CAPITAL GROUP LIMITED	Guardian Capital Group Limited	Common		Apr/84		300		
				Apr/84	R		83710	200
GUARDIAN-MORTON SHULMAN PRECIOUS METALS INC.	Guardian-Morton Shulman Precious Metals Inc.	Common		Apr/84		66000		
				Apr/84	R		85800	66000
GUARDIAN TRUSTCO INC	Cavelti, Peter C. P.C. Cavelti & Ass. Ltd	Common	DS	-- Apr/84	1	100		10200 4100
GULF & WESTERN INDUSTRIES, INC.	Cutti, Thomas E. Trust	Common	S	May/84	A	11		11
				May/84	Z 1		33	---

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
GULF & WESTERN INDUSTRIES, INC. (Continued)	Cutti, Thomas E. Custodian	Common	S	--	1			2
	Silberman, Samuel J. Trust		D	-- Apr/84	Z 1		412	38220 24932
GULF CANADA LIMITED	Dodd, Lionel G. Savings Plan	Common	S	Apr/84 Apr/84 Apr/84	M M M 1	628	1 629	1732 ---
	Matsushita, Tatsumi Savings Plan		S	May/84 May/84	M M 1	508	508	2765 ---
	Standard Oil Company of California Gulf Corporation		B	--				
	Standard Oil Company of California		B	--	IR 1			136500000
GULF CORPORATION	Standard Oil Company of California	Common	B	--	IR			136138000
HALEY INDUSTRIES LIMITED	McRae, R. Howard RRSP	Common	D	-- May/84	1		1500	400000 4700
HALLIBURTON COMPANY	Miller, Jack W.	Common	S	Apr/84			241	12987
HAMMERSON PROPERTY INVESTMENT AND DEVELOP. CORP. P L C, THE	Johnson, Roy S.	Securities	S	--	IR			---
HARDEE FARMS INTERNATIONAL LTD.	Franklin, Cecil H. Algonquin Mercantile Corp. Minaco Equipment Limited	Common	DSB	--				200
				Mar/84 Apr/84	1 1	1000 3750		2968319
				--	1			98477
HARDING CARPETS LIMITED	Pike, Charles R.	Class C	D	--	IR			1000
HEES INTERNATIONAL CORPORATION	Edper Investments Ltd. and Subsidiaries	Class 1 Pref. B	B	May/84			500000	3500000
		Class 1 Pref. C	C	May/84			2000000	---
HOLMER GOLD MINES LIMITED	Meredith, Paul E.	Common	DS	Apr/84			2000	694759

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
HUDSON'S BAY COMPANY	Hudson's Bay Company	\$1.80 Cum Preferred Series A		Apr/84		13000		
HUGHES TOOL COMPANY	Lesch, James R.	Common	DS	May/84	X	4180	13000	---
IMPERIAL SQUARE, WESTCHASE, LIMITED	Gales, Gerald	Units	B	--	IR			550
IMPERIAL OIL LIMITED	Exxon Corporation	Class A	B	Apr/84	T	313038		111060354
INCO LIMITED	Moore, Charles E.	Common	SI	--	IR			400
INTERNATIONAL BUSINESS MACHINES CORPORATION	Cassani, Kaspar V.	Capital	S	Apr/84			1408	14629
	Gerstner, Richard T.		D	Apr/84			200	1439
INTERNATIONAL BY-PRODUCTS LIMITED	Baroblyn Limited	Common	B	--				62367
	Intershore Financial Corporation			Apr/84	I	4695		4695
INTERNATIONAL THOMSON ORGANISATION LIMITED	Mawdsley, Arundel J. B.	Common	DISI	--	IR			1000
INTERPROVINCIAL PIPE LINE (NW) LTD.	Cole, Gordon A.	Series A Debenture	D	--	IR			\$5000
JOHNSON & JOHNSON	Garvin Jr., Clifton C.	Common	D	Apr/84	C	200		700
JUPITER RESOURCE EXPLORATIONS LIMITED	Austin, David E.	Common	DS	Feb/84	M		700000	---
	Cavid Investments Inc.			Feb/84	M I	700000		700000
KANATA GENESIS FUND LTD.	D'Arrigo, Theresa M.	Common	D	Apr/84		1500		134000
LA VERENDRYE MANAGEMENT CORPORATION	Boutin, Dominique	Common	S	Apr/84		50		64460
	Indirect Holdings			--	I			10806
	Caisse de depot et placement du Quebec	Class A		Apr/84			12500	269021
	Lavigne, Marc		DS	Apr/84		25		31514
	Stock Option Plan			--	I			10806
	Plante, Gilles		S	Apr/84		25		4918

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LA VERENDRYE MANAGEMENT CORPORATION (Continued)	Plante, Gilles	Class A	S	--	1			1500
	Stock Option Plan							
JOHN LABATT LIMITED	Amyot, Pierre-Paul	Common	DI	--				600
	SDEP			Apr/84	T 1	8		19
	Ault, Samuel G. K.			Mar/84	1	1000	1000	1600
	Exec. Share Purchase Plan							---
	Exec. Share Option Plan - 75			--	1			350
	J.S.P. Investments			--	1			6150
	Bergeron, Guy		D	--				72
	DRIP			Apr/84	T 1	1		2
	Binnendyk, Robert A.		D	--				170
	DRIP			Apr/84	1	2		5
	RRSP			--	1			80
	Blakney, John F.			Mar/84		1000		6480
	Exec. Share Purchase Plan							
	SDEP			Mar/84	1		1000	1200
	RRSP			Apr/84	T 1	81		195
	Exec. Share Option Plan - 1975			--	1			1228
				--	1			300
	Colquhoun, Hugh M.		DI	--				200
	SDEP			Apr/84	T 1	3		6
	Conde, Michael H.		DI	--				2200
	SDEP			Apr/84	T 1	25		43
	Diamond, Charles			--				2000
	DRIP			Apr/84	T 1	25		64
	Goodman, Edwin A.			--				
	DRIP			Apr/84	T 1	16		41
	Suvretta Entertainment Ltd.			--	1			9224
	Trust			--	1			1300
	Kitts, Dean C.		S	Mar/84		1000		5058
	Exec. Share Purchase Plan			Mar/84	1		1000	---
	RRSP			--	1			841



REPORTING ISSUER JOHN LABATT LIMITED (Continued)	INSIDER	SECURITY	REL IN	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
	Kitts, Dean C. Exec. Share Option Plan - 79 Exec. Share Purchase Plan - 83	Common	S	--	1			16942
				--	1			40000
	LaMothe, Andre S. SDEP RRSP		DI	-- Apr/84 --	T 1 1	8		640 16 880
	Loranger, Fernand Exec. Share Purchase Plan SDEP RRSP Exec. Share Option Plan - 1975		DI	Mar/84 Mar/84 Apr/84 -- --	2000 1 T 1 1 1	2000 69		5532 --- 104 1580 6468
	Morrison, Bradley W. SDEP RRSP		DI	-- Apr/84 --	T 1 1	8		560 18 601
	Penner, Werner A. SDEP		DI	-- Apr/84	T 1	4		250 8
	Pinder, Herbert C. SDEP		DI	-- Apr/84	T 1	3		200 6
	Read, Wallace F. Exec. Share Purchase Plan RRSP		DS	Mar/84 --	1 1	2000	2000	6600 --- 1131
	Reynolds, Susan E. DRIP		DI	-- Apr/84	T 1	1		50 1
	Ronald, John F. Exec. Share Purchase Plan RRSP Exec. Share Option Plan - 75 Exec. Share Purchase Plan - 83		S	Mar/84 Mar/84 -- -- --	1000 1 1 1 1	1000		3400 --- 1449 1200 50000
	Saint-Pierre, Guy SDEP RRSP		S	-- Apr/84 --	T 1 1	136		900 290 675

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
JOHN LABATT LIMITED (Continued)	Saint-Pierre, Guy Exec. Share Option Plan - 79 Exec. Share Purchase Plan - 83	Common	S	--	1			9892
				--	1			50000
	Sienna, Lino SDEP		DI	-- Apr/84	T 1	3		200 6
	Stapleton, Brian L. DRIP		DI	-- Apr/84	T 1	1		50 2
	Thorpe, Richard S. DRIP for Richa DRIP for Ranette Family		DI	-- Apr/84 Apr/84 --	T 1 T 1 T 1 1	2 2		3 3 310
	Widdrington, Peter N. T. Exec. Share Option Plan - 1969 RRSP Exec. Share Purchase Plan - 1983		DS	-- May/84 -- --	1 1 1	10000		24000 10000 1659 100000
	Zakoor, Edward M. DRIP		DI	-- Apr/84	T 1	24		2000 24
LAC MINERALS LTD	Doucet, Roger J. P. R.E.E.R. Investment Club	Common	S	-- Apr/84 --	1 1		152	2000 175
LAFARGE CORPORATION	Lafarge Coppee Lafarge Holdings Cie Coppee de Dev. Ind.	Common	B	-- -- Apr/84	1 1	14		18471827 2638
LACANA MINING INC	Ward, Gordon D.	Common	D	Apr/84			2000	212750
LAIDLAW TRANSPORTATION LIMITED	Gowland, Douglas R. RRSP 108983 Canada Ltd.	Class B	DS	-- Apr/84 --	1 1	100		100 60000
LAKE SHORE MINES LIMITED	Sheehan, Dennis G. Qualifying	Common	DS	-- --	IR1			1
LANPAR TECHNOLOGIES INC.	Dickle, Robert G.  Hewat, W. B. *  Kelly, Brian	Options Common Options	S D DI	Feb/84 Apr/84 Feb/84	Z  Z	1876 1200 300		15001 3200 300

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
LANPAR TECHNOLOGIES INC. (Continued)	Sauer, Harold S.	Options	S	Feb/84	Z	3750		3750
	Tierney, T. Kirkwood		S	Feb/84	Z	1876		14001
	Ward, Michael A.	Common	S	Apr/84			2000	---
	Wilson, Douglas C.	Options	S	Feb/84	Z	700		700
LARIAT OIL & GAS LTD.	Bain, Robert G.	Common	DS	--	IR			61346
	Turner, Donald J. Ewing Oil Co. Ltd.		DS	--	IR			277926
				--	IR1			57080
LENORA EXPLORATIONS LTD.	Storoniak, Andrew M.	Common	D	Apr/84			2000	13000
LOKI RESOURCES INC.	DeFelice, Joseph	Common	DSB	--	IR			90000
		Preference		--	IR			250000
	DiTullio, Victor 487173 Ontario Inc.	Common	B	--	IR1			110000
	Erikson, Christine Gyro Capital Inc.		B	--	IR1			100000
	Erikson, Christine Gyro Capital Inc.	Preference	B	--	IR1			250000
	Erikson, Glen	Securities	DS	--	IR			---
	Torrance, Lincoln		D	--	IR			---
LONDON SILVER CORPORATION	Schaffer, Michael Indirect Holdings	Common	DS	-- Apr/84 Apr/84	1 1	4000	14500	37500 80900
LUMONICS INC.	James, Douglas J.	Common	S	May/84			1000	600
	Noon, Harry R.		D	--	IR			200
	Wilson, Robert A.		S	Apr/84 Apr/84		698		20000
MACLEAN HUNTER LIMITED	Allard, Gilbert A.	8 1/4% Conv. Debenture	S	Apr/84		\$100000		\$100000
		Class X		Jan/84	T		45	

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR	MONTH-END
						ACQUIRED	DISPOSED		
MACLEAN HUNTER LIMITED (Continued)	Allard, Gilbert A.	Class X	S	Feb/84		500			12102
		Class Y		Jan/84	T		2		406
	Gage, John B.	Convertible Debentures	S	--					
				Apr/84		\$1000			\$1000
	Hill, Wayne S. wife		S	Apr/84 Apr/84	1	\$15000 \$10000			\$15000 \$10000
	Hodgkinson, Lloyd M.		D	Apr/84		\$25000			\$25000
	Osler, Gordon P.		D	Apr/84		\$2000000			\$2000000
	Warrillow, James K.		S	Apr/84		\$7000			\$7000
	Wilder, William P.		D	Apr/84		\$125000			\$125000
MACMILLAN BLOEDEL LIMITED	Forstrom, Sidney W.	Common	S	Apr/84 Apr/84		1500	1200		2050
MANRIDGE EXPLORATIONS LIMITED	Carriere, Michael A.	Common	DS	Apr/84		2000			113734
MARKS & SPENCER CANADA INC.	Lord Sieff of Brimpton	Common	DS	Apr/84		1000			9000
MASCAN CORPORATION	Hammerson Canada Inc.	Common	B	1984		20434			2981308
MCDONALD'S CORPORATION	Cameron, Gordon B. Trustee	Common	S	Apr/84 Apr/84	M 1 M 1	1463	1463		23914 ---
	Horwitz, Donald P. Trustee		DS	Apr/84 Apr/84	M 1 M 1	731	731		3360 ---
	Kos, Bonnie M.		S	Mar/84	X	1000			1529
	Long, Roland E. Trustee			Apr/84 Apr/84	M 1 M 1	365	365		1544 ---
	Newman, Gerald Trustee		S	Apr/84 Apr/84	M 1 M 1	1463	1463		10039 ---
	Reid, Bruce E.		S	Apr/84	A	731			1567
	Rensi, Edward H. Trustee		DS	Apr/84 Apr/84	1	731	731		1600 ---
	Schmitt, Edward H.		DS	Apr/84	A	1463			16727

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MCDONALD'S CORPORATION (Continued)	Weller, Berthold L.	Common	S	Apr/84	A	365		395
MENTOR EXPLORATION & DEVELOPMENT CO. LIMITED	Agnico-Eagle Mines Limited	Common	B	Apr/84		3300		1333200
MERIDIAN TECHNOLOGIES INC.	Westwood, Bruce M.	Common	D	Apr/84			10000	135054
MERLAND EXPLORATIONS LIMITED	Whittle, Derek	Common	D	--	IR			2000
MESTON LAKE RESOURCES INC.	La Societe de developpe- ment de la Baie James Exploration SDBJ 1980 Societe en Commandite	Common	B	--	IR			1212625
MIDLAND DOHERTY FINANCIAL CORPORATION	Kennedy, Thomas R.	Common	SI	Apr/84		1000		111111
	Mitchell, John H.			May/84		400		11506
	Scott, Alistair RRSP		S	Apr/84			1000	7537
	Walter, David B.		S	Apr/84	1		1000	15018 350
	Watkins, David L.		SI	Apr/84		4600		14600
MILNER CONSOLIDATED SILVER MINES LTD.	Agnico-Eagle Mines Limited	Common	B	Apr/84			22000	471750
MINERAL RESOURCES INTERNATIONAL LIMITED	Agar, Charles F. Private Company	Common	D	Apr/84			5000	52001
				--	1			4250
MOLSON COMPANIES LIMITED, THE	Mathieu, Albany	Class A	S	1983		123		188937
	Sinclair, Lawrence R.		S	1984	T	12		946
	Stewart, Peter B.		S	Jan/84	T	126		8356
				Apr/84	T	138		
	Willmot, Donald G. Kinghaven Farms Limited		DS	--				
				Apr/84	1	506		
				Apr/84	1		50506	---
MOORE CORPORATION LIMITED	Crawford, Edward H.	Common	D	May/84		1000		2500

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MORGAN TRUSTCO INC.	Adams, John H.	Securities	SSI	--	IR			---
	Beril, Pierre M.		S	--	IR			---
	Gooch, Garole		S	--	IR			---
	Ledoux, Andre		S	--	IR			---
	Morgan Financial Enterprises Inc.	Class A	B	--	IR			2215000
		Preferred		--	IR			2000000
	Morgan, J. Bartlett	Securities	S	--	IR			---
	Munro, Richard G.		SSI	--	IR			---
	Roux, Ghislain		S	--	IR			---
MORGAN HYDROCARBONS INC	Harris, Edmund A.	Common	S	Apr/84		84		3411
	Holton, Norman W. Indirect Holdings		S	Apr/84 --	1	107		5269 24014
	Hopwood, Terrence J.		S	Apr/84		92		1123
	Horte, Vernon L.		DS	Apr/84		33		229486
	Lawson, James E.		S	Apr/84		96		873
	McPherson, A. Neil		S	Apr/84		86		1043
	Shepherd, Donald W.		S	Apr/84		119		3091
MOTHER'S RESTAURANTS LIMITED	Anas, James James Anas Enterprises Inc.	Common	S	May/84		13333		27383
				--	1			9455
	Martino, Michael J. Trustee RRSP		SDI	May/84 -- --	1 1 1	13333		16172 2108 7440
	PKG Investments Limited		B	May/84			26666	1265226
NAHANNI MINES LIMITED	Harquail, J. A. RRSP Impact Invest. Ltd.	Common	DS	Apr/84 Apr/84 Apr/84	1 1 1	111000	111000 372669 1000	372669 372669 25000



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NAHANNI MINES LIMITED (Continued)	Harquail, J. A.	Preferred	DS	--				8400
	Impact Invest. Ltd.			Apr/84	1	1400		9600
NATIONAL BANK OF CANADA	Pratte, Yves	Preferred	D	Apr/84	A	250		250
NATIONAL SEA PRODUCTS LIMITED	Earle, Arthur F.	Class A	D	Apr/84		100		100
NATIONAL TRUST COMPANY, LIMITED	Dunlop, David W. S.	Common	S	Apr/84			100	650
	RRSP Family			--	1			371
				--	1			325
	E-L Financial Corporation Limited		B	--	IR			6056
	Dominion of Canada Gen. Insce Co. - General Account			--	IR1			320500
	Dominion of Canada Gen. Insce Co. - Life Account			--	IR1			90231
	Empire Life Insurance Co.			--	IR1			3028
	Empire Life Insurance Co. - Segregated Fund			--	IR1			27252
	Casualty Company of Canada			--	IR1			12112
NEW AUGARITA PORCUPINE MINES LIMITED	Deibel, Edward	Common	DS	Apr/84	X	10000		
				Apr/84			12000	---
NEW BRUNSWICK TELEPHONE CO. LTD., THE	Bujold, Simon L.	Common	D	Apr/84	T	14		738
	Burchill, John G. Amended		D	Mar/84	V	3688		
	Indirect Holdings			Mar/84			2700	4676
				Apr/84	V 1	665		5341
				Mar/84		835		1670
				Apr/84	1	260		1930
	Buzas, Alfons		D	Apr/84	T	11		511
	Colter, Burton D.		D	Apr/84	T	134		1406
	Lawson, Gerald B.		D	Apr/84	T	19		929

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NEW BRUNSWICK TELEPHONE CO. LTD., THE (Continued)	McCain, Andrew H.	Common	D	Apr/84	T	104		5286
	Michaud, Raymond		D	Apr/84	T	10		518
	Reid, John T.		S	Mar/84			5	2627
	Indirect Holdings			Apr/84	1		200	1648
			--					
	Savoie, J. T. Richard		D	Apr/84	T	11		527
	Smith, William H. R. Sturgeon & Co.		S	Apr/84			377	377
			Apr/84		1		697	697
	Oakes, Harry P.	Common	D	--				100
NEW PROVIDENCE DEVELOPMENT COMPANY LIMITED, THE	Hocan (Cayman) Ltd.		Apr/84	A	1	582844		2042844
NORANDA MINES LIMITED	Monast, Andre	Common	D	1983	T	183		9220
NORCEN ENERGY RESOURCES LIMITED	Andrews, Harold E.	Non-Voting Ordinary	S	Mar/84	M	218		300
	Savings Plan		Apr/84	X		400		400
			Apr/84				300	400
			Mar/84	M	1		218	119
	Andrews, Harold E.	Voting Ordinary	S	Mar/84	M	218		300
			Apr/84	X		400		
	Savings Plan		Apr/84				300	400
			Mar/84	M	1		218	119
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	Norcen Energy Resources Limited	3rd Pref. B	B	Apr/84	R		460	65611
NORTHERN TELECOM LIMITED	Duhamel, Claude	Common	DI	Apr/84		500		500
	Richardson, Robert J.		DI	--	IR			500
NORTHFIELD PETROLEUM CORPORATION	Bednarz, Leonard	Common	D	--	IR			1
	Price, Earl		D	--	IR			1
NORTHLAND BANK	Guenette, Roland P. RRSP	Common	S	Mar/84		2000		4530
			--		1			2000
NORTHWEST DRUG COMPANY LIMITED	King, Clifford W.	Common	D	--	IR			46337

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
NOVA BEAUCAGE MINES LIMITED	Constable, David	Common	S	Apr/84			10000	---
	RRSP			Apr/84	1		4000	36000
NUMAC OIL & GAS LTD.	McGregor, Stewart D. Registered Retirement Savings Plan W. S. McGregor Investments Ltd.	Common		Apr/84			200000	34000
				--	1			4000
				--	1			1262264
	McGregor, William S. W. S. McGregor Investments Ltd. Merry-Mac Investments Ltd.		DI	Apr/84	T	5000		23000
				Jan/84	T 1	5000		1262264
				--	1			301960
ONTEX RESOURCES LIMITED	Miller, Harry I.	Common	DS	Apr/84 Apr/84		1000	62000	---
ONYX PETROLEUM EXPLORATION COMPANY LIMITED	Flanagan, Dennis G.	Common	DS	Apr/84			5000	19809
	Other Indirect			--	1			19140
PANHANDLE EASTERN CORPORATION	Wallace, Stanford A. Employee Benefit Plan Dividend Reinvestment Plan	Common	S	Dec/83 Dec/83	G 1	409	100	2251 7241
				Dec/83	1	85		187
PEMBINA RESOURCES LIMITED	Boechler, Douglas V.	Common	S	Apr/84		3200		11140
PENN WEST PETROLEUM LTD.	Bonanza Resources Ltd. Amended	Class A	B	Apr/84		504800		604800
				Apr/84		22800		4159660
PENNINGTON'S STORES LIMITED	Pennington's Stores Limited	Preference		Apr/84		625		---
				Apr/84	R		625	---
PENNZOIL COMPANY	Warren, Thomas W. Employee Stock Purchase & Ownership Plan Trustee	Common	DS	Apr/84	G		80	31449
				--	1			25614
				--	1			3000
PHILLIPS PETROLEUM COMPANY	Froehle, Robert F.	Common	D	--	IR			240
POMAC MINES LTD	Smith, Donald E.	Common	DS	--				

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
POMAC MINES LTD (Continued)	Smith, Donald E. Donald E. Smith & Associates Limited	Common	DS	Apr/84	1		2000	2000
	Torrance, William R. L.		DS	Apr/84			5000	---
	Segal, Michael	Common	DSBDIS	Apr/84	1000			2203
POPULAR INDUSTRIES LIMITED	Genest, Pierre	Common		--	IR			200
POWER CORPORATION OF CANADA	Curry, Earl E.	Common	DS	Apr/84		5000		219201
PRECAMBRIAN SHIELD RESOURCES LIMITED	McGregor, William S. Merry-Mac Investments Ltd. W. S. McGregor Investments Ltd.		DI	--				35000
PROVIGO INC.	Bussieres, Yvan	Common		May/84	500			2270
	Caisse de depot et placement du Quebec	Debenture	B	Apr/84		\$160000		\$3095000
	Provost, Rene	Common	S	Apr/84	3000			179606
	Robertson, Normand W.		D	May/84	300			700
QUENSTAKE RESOURCES LTD.	Farris, Lauch F. Children and wife 1649 Laurier Holdings Ltd.	Common	DS	Apr/84	1	7000		34750
			--	--	1			100550
RAM PETROLEUMS LIMITED	Opekar, Robert J.	Common	DS	Nov/83 Mar/84	5557	300		80511
RAYLLOYD RESOURCES LIMITED	Lewis, Elliot A. Tayok Energy Sonsultants Limited	Common	DS	--				
RAYROCK RESOURCES LIMITED	Conway, Joan I.	Common	S	Apr/84		100		900
	Steuerman, Walter		DS	Apr/84		3000		13000
	Stenhouse Investments Ltd	Class C Common	B	Apr/84		130864		---
REED STENHOUSE COMPANIES LIMITED	Geisler, Robert A.	Common	DSB	Apr/84		70000		672524

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
RENZY MINES LIMITED (Continued)	Geisler, Robert A. Centaur Mining Exploration Ltd.	Common	DSB	--	1			106759
ROCKWELL INTERNATIONAL CORPORATION	Beall, Donald R.  Sons Trustee for Mother	Common	DS	Apr/84	G	1640		125500
				--	1			9800
				--	1			6400
RONALDS-FEDERATED LIMITED	Bell Canada Enterprises Inc. Tele-Direct (Canada) Inc.	Common	B	--				
ROTHMANS OF PALL MALL CANADA LIMITED	Twomey, David A.	Securities	DI	Apr/84	1	379737		1250046
				--	IR			---
ROYAL BANK OF CANADA, THE	Bernard, Rolland G.	Common	S	Apr/84		166		1446
	Bleackley, Thomas W. Wife		S	Apr/84	1	35		135
	Pottle, Albert L.		S	Feb/84 Apr/84	T T	48 500		3390
ROYAL TRUSTCO LIMITED	Milner, Donald F.	Securities	S	--	IR			---
SAULT MEADOWS ENERGY CORPORATION	Lewis, Elliot A.  Tayok Investments Limited	Common	DS	Apr/84		1000		1010
SCEPTRE RESOURCES LIMITED	Leahy, Mary J.	Option	S	--	IR			104590
		Second Pref. Series A		--				2600
	Employee Savings Plan			--	IR1			92
SCARBORO RESOURCES LIMITED	Mackenzie, Norman J.	Common	DS	May/84			3000	492800
SCINTILORE EXPLORATIONS LIMITED	Hames, Clifford M.	Common	S	Apr/84			100	---
SEAWAY BASE METALS LIMITED	Lelievre, Wm. Gordon Amended B.F.M. Ltd.	Common	DS	--				868923
				Oct/83 Oct/83	1 1		2000	

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SEAWAY BASE METALS LIMITED (Continued)	Leliever, WM. Gordon Amended B.F.M. Ltd.	Common	DS	Dec/83	1		50000	50000
SEEMAR MINES LIMITED	Belisle, Omer L.	Common		D Apr/84			8000	520000
SENSORMATIC CANADA LIMITED	Marshaal, Albert Wife	Common		D Apr/84	1	900		150380 14400
SHELL CANADA LIMITED	Czaja, John E. Stock Purchase Plan Savings Plan	Class A Common	DS	Apr/84			13550	115 93 762
	King, Richard A.		S	Apr/84 Apr/84	X	3350	3350	---
	Light, Walter F.		D	--	IR			200
	Seager, Alan G.		S	Apr/84			4650	---
	Shaw, Richard H.		S	Apr/84 Apr/84		3000	3000	4
	Stoneman, Douglas G. Savings Fund		S	Apr/84 Apr/84	X	1750	1750	2439 266
	Taylor, Donald J. Savings Fund		DS	Apr/84 Apr/84	X	12400	12400	100 125
	Taylor, Robert F. Wife		S	Apr/84 Apr/84	X	6000	6000	---
	Tooker, Clifford J.		S	Apr/84 Apr/84			4750	200
SKILL RESOURCES LTD.	Skill Resources Ltd.	Class B Preferred		Apr/84	X	9650		---
								505450
SPRUCE FALLS POWER AND PAPER COMPANY, LIMITED	Spruce Falls Power and Paper Company, Limited Amended	9-1/4% Deb. Series A, due March 1, 1994		Mar/84		\$5000		
				Mar/84 Mar/84	R	\$175000	\$5000	---



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SPRUCE FALLS POWER AND PAPER COMPANY, LIMITED (Continued)	Spruce Falls Power and Paper Company, Limited Amended	9-1/4% Deb. Series A, due March 1, 1994		Apr/84	R		\$175000	
				Apr/84 Apr/84	R	\$350000	\$350000	---
STANDARD OIL COMPANY (INDIANA)	Morrow, Richard M.	Common	D	Apr/84	X	5680		
				Apr/84	G	740		28112
SUDBURY CONTACT MINES LIMITED	Mentor Exploration and Development Co., Limited	Common	B	Apr/84		21800		2640782
SULPETRO LIMITED	Manz, Lloyd S.	Class B Common	S	Apr/84 Apr/84		400	443	17778
	Ellis, William D.	Common	D	Mar/84 Apr/84 May/84			6000 15000 4000	
SUMACH RESOURCES INC.		Common	DS	-- May/84	1	147616		328084 366724
TEESHIN RESOURCES LTD	Kelley, Stafford Wife	Common	DS	Apr/84		4400		5502 1050
TERRA MINES LTD.	Cheesbrough, Peter H. Other Indirect	Common	DS	--	1			
TEX-US OIL & GAS INC.	Bidloff, Howard	Common	DS	Apr/84			2000	6000
TONECRAFT REALTY INC.	Strongman, Delbert R.	Common	DISI	Apr/84		23900		43314
	Strongman, Muriel A.		DI	--	IR			6500
	Strongman, William M.		DISI	Apr/84		32300		55703
TORONTO-DOMINION BANK	Bentall, Harold C.	Common	D	Apr/84	F	301		22278
	de Grandpre, A. Jean Chodeg Investments Inc.		D	-- Jan/84	1	214		15857
	Kissick, William N.		D	Dec/83	F	107		8035
TORONTO SUN PUBLISHING CORPORATION, THE	MacLean Hunter Limited	Common	B	Apr/84		1500		4100015
TORSTAR CORPORATION	Andrews, Harry E.	Class B	S	Apr/84		900		4349
	Campbell, William J. Voting Trust		D	-- Dec/83	T 1	372		

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TORSTAR CORPORATION (Continued)	Campbell, William J. Voting Trust	Class B	D	Mar/84	T 1	347		21598
	Cockburn, John M.		D	Apr/84		2295		12795
	Flynn, Anthony		SI	--	IR			850
	Henstock, Barry A.		S	Apr/84		1920		2020
	Hickey, Brian E.	1982 Series Preferred	SI	--	IR			4000
		Class B	--	--	IR			1745
	Hindmarsh, Harry A. Voting Trust		D	-- Apr/84	1	515		860 75792
	MacKenzie, John B.		S	Apr/84		985		985
	Steacy, Robert J.		S	--	IR			1025
	Thall, Burnett M.		DSB	Dec/83 Apr/84 Apr/84 May/84 Apr/84		9280 2255	34197 2255	---
TRANS-CANADA RESOURCES LTD.	Thall Holdings Limited				1	34197		737590
	Dakin, Guy L.	Common	DS	May/84	X	15000		60264
	MacDonald, Bruce A. Clanranald Holdings Ltd RRSP		DS	May/84 -- --	X 1 1	10000		631944 212800 1000
	Bell Canada Enterprises Inc.	Common	B	Apr/84		647332		39708404
TRANSCANADA PIPELINES LIMITED	Moore, John H. Mardella Holdings Ltd.		S	-- --	IR1			5000
	Richardson, Robert J.		SI	--	IR			1000
	Milner, John R.	Common	DSDIS	--				
TRANSCONTINENTAL RESOURCES LIMITED	Renlim Investments Limited Wife			Apr/84 --	1 1	4500		1020100 88500
	Clubb, James B.	Common	DS	Feb/84		300000		55000
TREASURE VALLEY EXPLORATIONS LTD								

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TREASURE VALLEY EXPLORATIONS LTD (Continued)	Clubb, James B. J.B. Clubb Investments Limited Les Immeubles Cunard Limitee	Common	DS	-- --	1 1			466346 41923
	Tru-Wall Group Limited	Common		Apr/84 Apr/84	R	1700	1700	---
	TUDOR ENERGY CORPORATION	Common	DSB	1984		4100		419953
ULTRAMAR PLC.	Conn, Lionel		DS	DS May/84		4100		37400
	Conn, Abraham J. Crooks, Andrew J. Held in Trust		DS	-- Apr/84	1		63750	3900 ---
	Cunningham, William D.		DS	DS Apr/84		3700		176053
UNION CARBIDE CORPORATION	Haddow, Robert S. O'Shea, Eugene K.	Ordinary		Apr/84 Apr/84		105000	73316	32684
	Thorne, Paul D. J.		DI	DS Apr/84		30000	21334	66917
	Tarika, Elio E.	Common	S	Apr/84	X	4372		2950
UNION GAS LIMITED	Tomfohrde III, Heinn F.		S	Apr/84	X	1520		4372
	Bellringer, Stephen T. Employee Share Ownership Plan	Common	S	Apr/84		1305		1520
	Hobbs, John H. R. Employee Share Ownership Plan		S	Apr/84 Apr/84	1 1	98	1305	16839
UNITED CANADIAN SHARES LIMITED	United Canadian Shares Limited	Common		S May/84	T	77		534
	Boone, Robert E.	Common	DS	Apr/84	1	78		4265
	Denham, David A.		S	Apr/84		3500		704
VS SERVICES LTD.								6500
VS SERVICES LTD.	Boone, Robert E.	Common	DS	Mar/84		2002		486
	Denham, David A.		S	Jan/84 Mar/84		300	100	
		Series A Pref.		Nov/83		2000		200
								2000

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
VEDRON LIMITED	La Prairie, Leon F.	Common		Apr/84			1500	140900
VERSATILE CORPORATION	Keeping, Kenneth R.	Class A	S	Apr/84			200	12527
VICTORIA AND GREY TRUST COMPANY	Victoria and Grey Trustco Limited	Common	B	Apr/84	E	228		9101096
WAJAX LIMITED	Godfrey, Richard H.	Class A Common	S	Apr/84			1600	6388
HIRAM WALKER RESOURCES LTD.	Callaway, Fred	Common	SI	Apr/84			200	344
WATSON LAKE MINES LIMITED	Paynter, Richard	Common	DS	Apr/84		67008		692808
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	Scrymgeour, John A. Dundee B. V.	Common	B	--				
				May/84 May/84	1 1	100000	100000	1241600
WESTLEY MINES LIMITED	Jones, Victor J. E. Ventures West Minerals Ltd.	Common	DS	--	IR			5450
			B	--	IR			3811700
GEORGE WESTON LIMITED	Lindsay, Roger A.	Common	DI	Apr/84 Apr/84		1008	1008	2000
	W. Galen Weston and Wittington Investments Limited W.I.L.		B	--				150000
WORLDWIDE EQUITIES LIMITED	Wernham, Richard S.	Class A		Apr/84	1	7209		6510000
YORBEAU RESOURCES INC.	Borts, Harold N. Raymond, James D.	Common	DI	--	IR			25000
			DI	--	IR			300000
YORK CENTRE CORPORATION	Gill Construction Limited	Warrants	B	Apr/84		30640		30640
YVANEX DEVELOPMENTS LIMITED	Financial Trustco Capital Ltd. Financial Trust Company	Common	B	--	IR			4365000
				--	IRI			1110000
				--	IRI			257300
ZAVITZ TECHNOLOGY INC	Nachshen, Larry	Common	D	Apr/84			7500	121000

## REPORT UNDER SECTION 113 OF THE ACT

MANAGEMENT COMPANY	SELLER	PURCHASER	DATE OF TRANSACTION	NATURE OF TRANSACTION
MD MANAGEMENT LTD.	MD Growth Investments Ltd	Bannerman, R. P.	Mar/84	18 Class A Shares
"	"	Sapp, G. A.	Mar/84	90 Class A Shares
PRINCIPAL SECURITIES MANAGEMENT LIMITED	Principal Venture Fund Ltd.	Collective Securities Ltd	March 1, 1984	3,680 Mutual Fund Shares
"	"	Cormie, Donald M.	March 6, 1984	95 Mutual Fund Shares
"	"	"	March 26, 1984	63 Mutual Fund Shares
"	"	"	Feb. 6, 1984	5,156 Mutual Fund Shares
"	"	"	Feb. 26, 1984	73 Mutual Fund Shares
"	"	Cormie, Eivor E.	March 20, 1984	89 Mutual Fund Shares
"	"	"	March 4, 1984	12 Mutual Fund Shares
"	"	"	Feb. 5, 1984	12 Mutual Fund Shares
"	"	Cormie, Robert E.	Feb. 1, 1984	11 Mutual Fund Shares
"	"	Mercer & Williams Agency Ltd.	March 1, 1984	245 Mutual Fund Shares
"	"	"	March 28, 1984	239 Mutual Fund Shares

CHAPTER 8  
NOTICES OF EXEMPT FINANCINGS



REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 08, 1984	569488 Ontario Limited	A.H.A. AUTOMATIVE TECHNOLOGIES CORPORATION - UNITS	\$100,000	100,000 units
May. 15, 1984	Abitibi-Price Refinance Inc.	ABITIBI-PRICE INC. - SERIES K DEBENTURES	500,000	\$500,000
Apr. 30, 1984	Fiscal Investments Ltd.	ARC INTERNATIONAL CORPORATION 12% DEBENTURE	135,000	One
May. 09, 1984	Great West Life Assurance Co.	AVCO FINANCIAL SERVICES LIMITED - MEDIUM TERM NOTE	2,500,000	\$2,500,000
May. 02, 1984	Canada Trust	ERAMOSA TECHNOLOGY CORPORATION COMMON SHARES	300,000	300,000 shares
"	Canada Trust	"	"	300,000 "
"	Guaranty Trust	"	150,000	150,000 shares
"	Montreal Trust	"	100,000	100,000 shares
"	National Trust	"	900,000	900,000 shares
"	Royal Trust	"	100,000	100,000 shares
"	Royal Trust	"	150,000	150,000 shares
Feb. 15, 1984	Bell, William	GENERAL SOLAR INC. - 1984 SCIENTIFIC RESEARCH DEBENTURE	12,000	One
Feb. 14, 1984	Chapman, John	"	120,000	One
Feb. 15, 1984	Maich, Matthew	"	12,000	One
"	Read, Howard	"	9,000	One
"	Robertson, William	"	10,800	One

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Feb. 13, 1984	Rolland Inc.	GENERAL SOLAR INC. - 1984 SCIENTIFIC RESEARCH DEBENTURE	\$532,500	One
Jan. 09, 1984	298566 Ontario Ltd.	MARKET STREET BLOCK INC. UNITS	100,000	1 units
Oct. 20, 1983	464136 Ontario Limited	" "	100,000	1 units
Dec. 09, 1984	Angee Holdings Inc.	" "	100,000	1 units
Jan. 11, 1984	Brent Developments Limited	" "	100,000	1 units
Dec. 16, 1983	Currie, John R.	" "	100,000	1 units
Dec. 14, 1984	Fallbrook Holdings Limited	" "	100,000	1 units
Dec. 31, 1983	Lawrence, Richard J.	" "	100,000	1 units
Dec. 14, 1984	Lloydbrook Holdings Ltd.	" "	100,000	1 units
Dec. 20, 1983	MacDonald, John R.	" "	100,000	1 units
Nov. 01, 1983	O'Brien, Helen	" "	100,000	1 units
Dec. 02, 1983	Shapero, Albert	" "	50,000	1/2 units
Dec. 14, 1984	Whitecastle Investments Limited	" "	100,000	1 units
Feb. 18, 1984	Yorkland Group	" "	300,000	3 units
May. 04, 1984	Shore, Leonard	MAYFAIR APARTMENTS LIMITED, THE - COMMON SHARES	165,000	6,482 shares
Apr. 19, 1984	Valiquette, Eve Marie & Valiquette, J. Gerald	" "	135,000	4,578 shares
"	Valiquette, Eve Marie & Valiquette, J. Gerald	" "	180,000	6,290 shares

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Feb. 28, 1984	Hystar Investment Corporation	MILLER COMMUNICATIONS SYSTEMS LTD. - 1984 SCIENTIFIC RESEARCH DEBENTURE	\$330,000	One
Feb. 29, 1984	Lyons, Robert G.	" "	10,260	One
"	Miller, Alan	" "	14,820	One
"	Rossiter, Peter	" "	9,120	One
May. 01, 1984	Prudential Assurance Company Limited	NEWFOUNDLAND LIGHT & POWER CO. LIMITED - 13 7/8% FIRST MORTGAGE BONDS DUE MAY 1, 1995	3,000,000	\$3,000,000
"	Sun Life Assurance Company of Canada	" "	4,000,000	\$4,000,000
Apr. 30, 1984	Sun Life Assurance Company of Canada	NORTHERN TELECOM LIMITED COMMON SHARES	505,323	12,289 shares
Apr. 25, 1984	Bank of Nova Scotia, The	POWER CORPORATION OF CANADA RIGHTS	Nil	166,666
"	Caisse de depot et placement du Quebec	" "	"	1,000,000
"	Royal Bank of Canada, The	" "	"	166,666
May. 07, 1984	North American Venture Fund II	SAMANDA OFFICE COMMUNICATIONS LIMITED - SERIES B PREFERRED SHARES	130,000	50,000 shares
May. 03, 1984	Abel, Thomas P.	SHERWOOD, THE - UNITS	155,900	One
"	Bhalla, Shri K.	" "	153,800	One
"	Chan, Bernard Wan-Bun	" "	304,100	Two
"	Cowperthwaite, John L.	" "	155,200	One

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 03, 1984	Czerevko, Jaraslaws Z.	SHERWOOD, THE - UNITS	\$156,600	One
"	Daris, James	"	155,200	One
"	Fairman, Paul M.	"	151,000	One
"	Ferguson, Blair R.	"	152,400	One
"	Fontaine, Robert J.	"	151,700	One
"	Hodgkinson, David G.	"	149,600	One
"	John Kirby Investments Inc.	"	151,000	One
"	Jones, John H. L.	"	142,840	One
"	Kalu, Uduma O.	"	146,800	One
"	Klisowsky, Anthony	"	140,740	One
"	Madison, Kenneth J.	"	177,980	One
"	McCarthy, William G.	"	302,000	Two
"	McLaren, Arden H.	"	151,000	One
"	Naumovich, James	"	154,500	One
"	Patterson, Frederick	"	148,900	One
"	Phang, William A.	"	169,580	One
"	Schneider, Frederick	"	149,600	One
"	Segal, David N.	"	152,400	One
"	Sira, Surjeet S.	"	157,300	One
"	Skrinskas, Gailius J.	"	153,100	One

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Apr. 09, 1984	Canadian Co-Operative Credit Society Limited	TRADERS GROUP LIMITED MEDIUM TERM NOTE MATURING APRIL 10, 1985	\$5,000,000	\$5,000,000
May. 09, 1984	Great West Life Assurance Co.	" "	5,000,000	\$5,000,000
May. 09, 1984	Premier Financial Holdings Inc	TRI-COAST RESOURCE CORPORATION COMMON SHARES	100,000	500,000 shares
Apr. 27, 1984	Morguard Trust Company of Canada	TRIZEC CORPORATION LTD. CLASS "B" SERIES 3 SENIOR PREFERRED SHARES	500,000	50,000 shares
May. 03, 1984	Alfred Bunting & Co. Limited	TUDOR ENERGY CORPORATION LTD. SHARE PURCHASE WARRANT	100,000	One
May. 03, 1984	Canada Permanent	TUDOR ENERGY CORPORATION LTD. UNITS	112,500	30,000 units
"	Canada Trust Company, The Trustee A/C 09-100854-3	" "	225,000	60,000 units
"	Canada Trust Company, The A/C 13-161432-9	" "	337,500	90,000 units
"	Canada Trust Company, The Trustee A/C 09-102955-8	" "	112,500	30,000 units
"	Guaranty Trust Company of Canada A/C 0351674	" "	243,750	65,000 units
"	Guaranty Trust Company of Canada A/C 0351484	" "	168,750	45,000 units
"	Hagan, Cheryl	" "	210,937	56,250 units
"	Hagan, Judith	" "	"	56,250 "

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 03, 1984	Levine, Lorne	TUDOR ENERGY CORPORATION LTD. UNITS	\$210,937	56,250 units
"	Monvan & Co. A/C 903010	"	112,500	30,000 units
"	National Trust Company Limited Van. E. 11194-000-001	"	"	30,000 "
"	National Trust Company Limited Van. E. 1422-000-001	"	"	30,000 "
"	National Trust Company Limited Van. E. 1461	"	"	30,000 "
"	National Trust Company Limited Van. E. 1872	"	"	30,000 "
"	National Trust Company Limited Van. E. 1890	"	281,250	75,000 units
"	National Trust Company Limited Van. E. 1997-000-004	"	112,500	30,000 units
"	National Trust Company Limited Van. E. 2034	"	"	30,000 "
"	National Trust Company Limited Van. E. 2048	"	"	30,000 "
"	National Trust Company Limited Van. E. 5161	"	"	30,000 "
"	Noranda Mines Limited Operational Employees Pension Plan A/C 009-100991-2	"	300,000	80,000 units
"	Provincial Treasurer of Alberta A/C 32808	"	600,000	160,000 units



REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 03, 1984	Royal Trust Corporation of Canada Trustee for A/C 625963	TUDOR ENERGY CORPORATION LTD. UNITS	\$168,750	45,000 units
"	Schloss, Elexis	"	210,937	56,250 units
"	Torbay Company # 25	"	300,000	80,000 units
"	Vale & Co. A/C 380345	"	112,500	30,000 units
"	Vale & Co. A/C 381070	"	"	30,000 "
"	Vale & Co. A/C 383150	"	"	30,000 "
"	Workers' Compensation Board, Alberta	"	5,443,747	1,451,666 units
May. 01, 1984	Steidle, Doreen	VIMY APARTMENTS LIMITED, THE COMMON SHARES	105,000	709 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Mar. 28, 1984	Feb. 16, 1982	Continental Copper Mines Limited	ANSIL RESOURCES LTD. COMMON SHARES	\$105, 000	35, 000 shares
Apr. 24, 1984	Apr. 06, 1983	Royal Bank of Canada	DAON DEVELOPMENT COMMON SHARES	1, 848	1, 100 shares
"	"	"	"	5, 775	3, 500 "
Apr. 25, 1984	"	"	"	6, 270	3, 800 "
Apr. 26, 1984	"	"	"	7, 750	4, 700 "
Apr. 30, 1984	Apr. 06, 1983	Royal Bank of Canada	DAON DEVELOPMENT CORP. COMMON SHARES	14, 025	8, 500 shares
May. 01, 1984	"	"	"	10, 540	6, 200 "
"	"	"	"	30, 360	48, 400 "
May. 02, 1984	"	"	"	1, 680	1, 000 "
"	"	"	"	6, 591	3, 900 "
May. 03, 1984	Aug. 31, 1983	Manufacturers Life Insurance Company	G & B AUTOMATED EQUIPMENT LIMITED - COMMON SHARES	537, 500	100, 000 shares
Mar. 19, 1984	Dec. 02, 1982	Keenleyside, Donald W.	GOLDLUND MINES LTD. COMMON SHARES	810	1, 000 shares
"	"	"	"	4, 920	6, 000 "
May. 04, 1984	Jun. 16, 1981	MICO Consolidated Ltd.	HEES INTERNATIONAL CORPORATION CLASS I PREFERENCE SHARES SERIES B	5, 000, 000	500, 000 shares
May. 04, 1984	Jun. 23, 1982	MICO Consolidated Ltd.	HEES INTERNATIONAL CORPORATION CLASS I PREFERENCE SHARES SERIES C	20, 000, 000	2, 000, 000 shares
Apr. 27, 1984	May. 27, 1982	NBU Mines Limited	INTERNATIONAL CHEMALLOY CORPORATION - COMMON SHARES	15, 000	15, 000 shares

## RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
May. 03, 1984	Feb. 17, 1983	Mutual Life Assurance Company of Canada	MAGNA INTERNATIONAL INC. CLASS A SHARES	\$16,390	1,100 shares
May. 04, 1984	"	"	"	61,090	4,100 "
May. 07, 1984	"	"	"	31,290	2,100 "
May. 09, 1984	"	"	"	426,140	28,600 "
May. 08, 1984	May. 08, 1983	"	"	55,130	3,700 "
Apr. 27, 1984	Sep. 30, 1983	Investors Growth Fund of Canada Ltd.	MINERAL RESOURCES INTERNATIONAL LIMITED COMMON SHARES	44,375	12,500 shares
"	"	"	"	78,050	22,300 "
Mar. 30, 1984	Oct. 31, 1981	Sun Life Assurance Company of Canada	NORTHERN TELECOM LIMITED COMMON SHARES	209,167	4,879 shares
Apr. 27, 1984	Jun. 27, 1983	Investors Growth Fund of Canada Ltd.	PEOPLES JEWELLERS LIMITED CLASS "A" SHARES NON-VOTING	32,000	32,000 shares
Apr. 24, 1984	Aug. 26, 1981	Paghame Holdings Limited	ULSTER PETROLEUMS LIMITED COMMON SHARES	7,500	5,000 shares

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>SELLER</u>	<u>SECURITY</u>	<u>AMOUNT</u>
Counselling Foundation of Canada, The	BROULAN RESOURCES INC. - COMMON SHARES	178,600 shares
Scott, Charles R.	BROWN MCDADE RESOURCES LTD. - COMMON SHARES	201,275 "
Gardiner-Billes, Martha	CANADIAN TIRE CORPORATION, LIMITED - CLASS A SHARES	36,500 "
Wilson, Michael	CASCADE PACIFIC RESOURCES - COMMON SHARES	87,000 "
Faraday Resources Inc.	HYDRA EXPLORATIONS LIMITED - COMMON SHARES	250,000 "
PKG Investments Limited	MOTHER'S RESTAURANTS LIMITED - COMMON SHARES	53,333 "



CHAPTER 9  
TAKE-OVER BIDS, ISSUER BIDS

9.1 TAKE-OVER BIDS, ISSUER BIDS

9.1.1 AULT FOODS LIMITED

9.1.2 TAVISTOCK UNION CHEESE AND BUTTER LIMITED

9.1.3 NOTICE OF INTENTION - FORM 35

9.1.4 UNITED CANADIAN SHARES LIMITED

9.1.5 VARIATION OF OFFER

9.1.6 MCCAIN FOODS LIMITED

9.1.7 TAVISTOCK UNION CHEESE AND BUTTER

TAKE-OVER BIDS, ISSUER BIDS

AULT FOODS LIMITED \*  
(OFFEROR)

TAVISTOCK UNION CHEESE AND BUTTER LIMITED

NOTICE OF INTENTION - FORM 35

UNITED CANADIAN SHARES LIMITED

VARIATION OF OFFER

MCCAIN FOODS LIMITED  
(OFFEROR)

TAVISTOCK UNION CHEESE AND BUTTER LIMITED  
(OFFEREE)

\* Cash Offer





CHAPTER 10  
CONTINUOUS DISCLOSURE FILINGS

## Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
128508 CANADA LIMITED	PRESS RELEASE
519918 ONTARIO LIMITED	RULING/ORDER/REASONS
519918 ONTARIO LIMITED	APPLICATION
A.E. LEPAGE CAPITAL PROPERTIES	ANNUAL REPORT
A.E. LEPAGE CAPITAL PROPERTIES	CERTIF. OF MAILING
A.E. LEPAGE CAPITAL PROPERTIES	SHRHLDRS. MTNG. MAT.
A.E. LEPAGE CAPITAL PROPERTIES	LET. TO SHAREHOLDERS
ACCESS BANKING NETWORK INC.	PRIVATE PLACEMENTS
ACTION TRADERS INC.	AUD. ANN. FIN. STMT.
ACTION TRADERS INC.	IFS 3 MN MR 31 84
ACTION TRADERS INC.	SHRHLDRS. MTNG. MAT.
ACTION TRADERS INC.	LET. TO SHAREHOLDERS
AGASSIZ RESOURCES LTD.	PRESS RELEASE
AGF OPTION EQUITY FUND	ANNUAL REPORT
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	CERTIF. OF MAILING
ALCAN ALUMINIUM LIMITED	ANNUAL REPORT
ALGOMA CENTRAL RAILWAY	PRESS RELEASE
ALL-CANADIAN DIVIDEND FUND	ANNUAL REPORT
ALL-CANADIAN FUND 4000	ANNUAL REPORT
ALL-CANADIAN NORTHERN ENERGY FUND	ANNUAL REPORT
ALL-CANADIAN REVENUE GROWTH FUND	ANNUAL REPORT
ALLIED CORPORATION	T.S.E. MATERIAL
ALMARK RESOURCES LTD.	AUD. ANN. FIN. STMT.
ALTEX RESOURCES LTD.	ANNUAL REPORT
ALTEX RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
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NORANDA MINES LIMITED	PRESS RELEASE

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CHAPTER 11

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THERE IS NO MATERIAL FOR THIS CHAPTER

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12.1 REGISTRATIONS

12.1.1 SECURITIES

REGISTRATIONS  
SECURITIES

ORDER EXECUTION ACCESS DEALER

The Royal Bank of Canada,  
Royal Bank Plaza,  
200 Bay Street,  
Toronto, Ontario.  
M5J 2J5.  
(effective April 27, 1984)  
New Registration

INVESTMENT COUNSEL and as PORTFOLIO MANAGER

Waywell Investment Counsel Inc.,  
266 Riverside Dr.,  
Oakville, Ontario.  
L6K 3N2  
(effective May 11, 1984)  
New Registration

## SECURITY ISSUER

Ontario General Insurance Company,  
111 Main Street,  
Grand Valley, Ontario.  
LON 1G0  
(effective April 24, 1984)  
New Registration.

Venequity Capital Corporation,  
701 Evans Ave.,  
Suite 302,  
Etobicoke, Ontario.  
M9C 1A3.  
(effective May 11, 1984)  
New Registration.

## SECURITIES DEALER

Vilim Capital Corporation,  
11 King Street West,  
Suite 1300,  
Toronto, Ontario.  
M5H 1A5,  
(effective May 11, 1984)  
New Registration

EXEMPT PURCHASER

CMG INVESTORS

C/O Paul G. Donaldson, Trustee,  
1900 - 123 Front Street West,  
Toronto, Ontario.

M5J 2M3

(effective April 9, 1984)

New Recognition

Guardian - Morton Shulman Precious Metals Inc.,  
Suite 500,  
48 Yonge Street,  
Toronto, Ontario.

M5E 1H3.

(effective April 9, 1984)

New Recognition

Retirement Annuity Plan - Noranda Group,  
Noranda Mines Limited,  
P. O. Box 45,  
Commerce Court West,  
Toronto, Ontario.

M5L 1B6.

(effective May 11, 1984)

New Recognition





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## CHAPTER 1

### NOTICES/PRESS RELEASES

#### 1.1 DESIGNATION OF GOVERNMENT INCENTIVE SECURITIES

##### Designation of Government Incentive Securities

Clauses 14(g) and 140(a) of the Regulations pursuant to the Securities Act provide that certain trades in government incentive securities are not subject to the prospectus and registration requirements of the Securities Act. Government incentive securities are securities which, among other things, have been designated by the Ontario Securities Commission. Section 6.1 II D of the Ontario Securities Commission Policies sets out those government incentive securities designated to date.

The Commission has now designated as government incentive securities those securities which entitle the acquiror to a unit of a limited partnership which solely carries on scientific research activities as defined by the Income Tax Act (Canada).

The Commission has also clarified that it is 100% of the aggregate acquisition cost to the first registered holder that is referred to in paragraph (f) of the Policy. This will allow underwriters to mark-up the securities when selling them while retaining the exemption.

Chapter 5 of this Bulletin contains the amendments to O.S.C. Policy 6.1.



## 1.2 TSE DRAFT POLICY ON TIMELY DISCLOSURE

The Toronto Stock Exchange is requesting comments on a draft policy on timely disclosure which, when finalized, will form part of the Exchange's Company Manual. The draft policy, which is being circulated as a Notice to Members, is published in the Bulletin following this notice in order to provide it with wider circulation. The Commission commends the Exchange for its efforts to keep its policies current and understandable. We encourage readers of the Bulletin to respond to the Exchange's request for comments. Comments are to be directed to:

Director of the Market Policy Division,  
The Exchange Tower,  
2 First Canadian Place  
Toronto, Canada  
M5X 1J2

by July 16, 1984.





## **The Exchange**

The Exchange Tower  
2 First Canadian Place  
Toronto, Canada M5X 1J2  
(416) 947-4570  
Telex 065-24038

DONALD C. SIMMONS, LL.B  
DIRECTOR  
Market Policy Division

Notice to Members  
No. 84-  
May 24, 1984

### DRAFT POLICY ON TIMELY DISCLOSURE

The attached draft policy on timely disclosure is intended to form the basis of a revised section in the Exchange's Company Manual on timely disclosure of material information concerning the business and affairs of listed companies. The new policy is intended to pull together various sections of the Manual that deal with timely disclosure, and to clarify the obligations of listed companies in this important area. Material information is defined and explained, the role of the Exchange's Market Surveillance Division is set out, the guidelines on making announcements of material information have been revised, and when matters may be kept confidential by companies.

The Exchange welcomes comments from members on the draft.

Please address your comments to Donald Simmons, Director of the Market Policy Division of the Exchange. The Exchange would appreciate receiving your comments by July 16, 1984.

March 20, 1984

## TIMELY DISCLOSURE

### DRAFT POLICY

#### A. Introduction

It is a cornerstone policy of The Toronto Stock Exchange that all persons investing in securities listed on the Exchange have equal access to information that may affect their investment decisions. Public confidence in the integrity of the Exchange as a securities market requires timely disclosure of material information concerning the business and affairs of companies listed on the Exchange, thereby placing all participants in the market on an equal footing.

The requirements of the Exchange are in addition to any applicable statutory requirements. The Exchange enforces its own requirements. All companies whose securities are listed on the Exchange are legally obligated to comply with the provisions on timely disclosure set out in section 74 of the Securities Act of Ontario, the Regulations under the Act and the Policies of the Ontario Securities Commission set out in Appendix E of this Manual.

#### B. Material Information

##### Definition

Material information is any information relating to the business and affairs of the company that would reasonably be expected to result in a change in the market price of any of the company's listed securities or that would reasonably be expected to influence a reasonable investor's investment decisions.

Material information consists of both material facts and material changes relating to the business and affairs of a listed company. In addition to material information, trading on the Exchange is sometimes affected by the existence of rumours and speculation. Where this is the case, the Exchange may require that an announcement be made by the company whether such rumours and speculation are factual or not. The policy of the Exchange with regard to rumours is set out more fully below.

The timely disclosure policy of the Exchange is designed to supplement the provisions of the Ontario Securities Act, which requires disclosure of any "material change" as defined therein. A report must be filed with the Ontario Securities Commission concerning any "material change" as soon as practicable and in any event within ten days of the date on which the change occurs. Companies subject to securities legislation outside of Ontario should be aware of their disclosure obligations in other jurisdictions.

#### Rule: Immediate Disclosure

A listed company is required to disclose material information concerning its business and affairs forthwith upon the information becoming known to management, or in the case of information previously known, forthwith upon it becoming apparent that the information is material. Immediate release of information is necessary to ensure that it is promptly available to all investors and to reduce the risk of persons with access to the information from acting upon undisclosed information. Unusual trading marked by significant changes in the price or trading volumes of any of a company's securities prior to the announcement of material information is embarrassing to company management and damaging to the reputation of the securities market since the investing public may assume that certain persons benefitted from access to material information which was not generally disclosed.

## Developments to be Disclosed

Companies are not required to interpret the impact of external political, economic and social developments on their affairs, but if the external development will have or has had a direct effect on their business and affairs that is both material in the sense outlined above and uncharacteristic of the effect generally experienced as a result of such development by other companies engaged in the same business or industry, companies are urged to explain the particular impact on them. For example, a change in government policy that affects most companies in a particular industry does not require an announcement, but if it affects only one or a few companies in a material way, an announcement should be made.

The market price of a company's securities may be affected by factors directly relating to the securities themselves as well as by information concerning the company's business and affairs. For example, changes in a company's issued capital, stock splits, redemptions and dividend decisions may all impact upon the market price of a security.

Other developments which are likely to require prompt disclosure include, but are not limited to, the following:

1. Actual or proposed changes in share ownership that may materially affect control of the company.
2. Proposed corporate reorganizations, amalgamations etc.
3. Proposed take-over bids or issuer bids.
4. Major corporate acquisitions or dispositions.
5. Proposed changes in capital structure.
6. Borrowing of a significant amount of funds.



7. Public or private sale of additional securities.
8. Development of significant new products and any developments affecting the company's resources, technology, products or market.
9. Entering into or loss of significant contracts.
10. Indicated significant changes in earnings prospects, upward or downward.
11. Material change in capital investment plans or corporate objectives.
12. Significant changes in management.
13. Significant litigation.
14. Major labour disputes or disputes with major subcontractors or suppliers.
15. Events of technical default or actual default under financing or other agreements.
16. Any other developments relating to the business and affairs of the company that would reasonably be expected to affect the market price of any of the company's securities.

Forecasts of earnings and other financial forecasts need not be disclosed, but where a significant increase or decrease in earnings is expected in the near future this fact must be disclosed. Forecasts should not be provided on a selective basis to certain investors. If disclosed, they should be generally disclosed. Reference should be made to Ontario Securities Commission Policy 5.8, "Financial Forecasts".

## C. Market Surveillance

### Monitoring Trading

The Market Surveillance Division of the Exchange maintains a continuous stock watch program which is designed to highlight unusual market activity, such as unusual price and volume changes in a stock relative to its historical pattern of trading. Where unusual trading activity takes place in a listed security, the Market Surveillance Division attempts to determine the specific cause of such activity. If the specific cause cannot be determined immediately, company management will be contacted. Should this contact result in Market Surveillance becoming aware of a situation which requires a news release, the company will be asked to make an immediate announcement. Should the company be unaware of any undisclosed developments, Market Surveillance will continue to monitor trading and, if concerns continue, may ask the company to issue a statement that it is not aware of any undisclosed developments that would account for the unusual trading pattern.

### Timing of Announcements

The Market Surveillance Division is given the responsibility of receiving all timely disclosure news releases from listed companies detailing material information concerning their affairs. The Exchange prefers that, where practicable, disclosure of material information take place after the close of trading. The practicality of delaying disclosure until the close of trading is determined by the materiality of an announcement, the time of day when an announcement is ready to be made, and the ability of the listed company to maintain total confidentiality in respect of the contents of the announcement. The overriding rule is that significant announcements are required to be released immediately. Otherwise, announcements that are ready early in the day should be released as soon as possible, while developments occurring later in the day may be released after the close of trading. If there is any reason to believe that total confidentiality may not be maintained, an immediate announcement is required.



If an announcement is to be made during trading hours, trading in the stock may be halted until the announcement is made public and disseminated. The Exchange determines the amount of time necessary for dissemination in any particular case, which determination is dependent upon the significance and complexity of the announcement. A halt in trading does not reflect upon the reputation of management of a company nor upon the quality of its securities. Indeed, trading halts for material information announcements are usually made at the request of the listed company involved.

Company officials are encouraged to seek assistance and direction from the Market Surveillance Division as to when an announcement should be released and whether trading in the company's shares should be halted for dissemination of an announcement. Enquiries should be directed to the Manager, Market Surveillance (416-947-4557).

It is neither the intention nor practice of the Market Surveillance Division to halt trading for all news releases from listed companies. A news release is discussed by Market Surveillance and the listed company prior to its release and determinations are made as to whether a trading halt is justified based upon the impact which the particular announcement is expected to have on the market for the company's securities. If a halt is deemed necessary, trading is normally interrupted for a period of less than two hours. The Exchange co-ordinates trading halts with other exchanges and markets where a company's securities are listed or traded elsewhere. A convention exists among exchanges and NASDAQ that trading in a security traded in more than one market shall be halted and resumed at the same time in each market. Failing to pre-notify the Exchange of an imminent announcement could disrupt this system.

### Rumours

Unusual market activity is often caused by the presence of rumours. The Exchange recognizes that it is impractical to expect management to be aware of, and comment on, all rumours, but when market activity indicates that trading is being unduly influenced by rumour the Exchange will request that a clarifying

statement be made by the company. Prompt clarification or denial of rumours through a news release is the most effective manner of rectifying such a situation. A trading halt may be instituted pending a "no corporate developments" statement from the company. If a rumour is correct in whole or in part, immediate disclosure of the relevant material information must be made by the company and a trading halt will be instituted pending release and dissemination of the information.

In certain circumstances trading in a listed security may be stopped by the Exchange as a result of a cease trading order being issued by the Ontario Securities Commission. Such an order may be issued by the Commission where it is of the opinion that a halt in trading is in the public interest. However, the Exchange generally handles halts for the dissemination of announcements of material information.

#### D. Announcements of Material Information

##### Pre-Notification to Exchange

The Exchange's policy requires immediate release of material information except in unusual circumstances. While the Exchange prefers that news releases be issued after the close of trading, the policy of immediate disclosure will frequently require that news releases be issued during trading hours when an important corporate development has occurred. If this is the case, it is absolutely essential that company officials notify the Market Surveillance Division prior to the issuance of a news release. Market Surveillance staff will then be in a position to determine whether trading in any of the company's securities should be temporarily halted. Also, if the Exchange is not advised of news releases in advance, any subsequent unusual trading activity will generate enquiries and perhaps a halt in trading.

Regardless of when an announcement involving material information is released, the Market Surveillance Division must be advised of its content and supplied with a copy forthwith upon its release. Market Surveillance must be advised by telephone in advance if an announcement is to be made during trading

hours, followed by submission of a written copy of the release. Where an announcement is to be released after the Exchange has closed, Market Surveillance should be advised before trading opens on the next trading day. Copies may be telexed or hand delivered to the Market Surveillance Division, 4th floor, The Exchange Tower, 2 First Canadian Place, 130 King Street West, Toronto; Telex 065-24038.

## Dissemination

After notification to the Exchange, a news release should be transmitted to the media by the quickest possible method and in a manner which provides for wide dissemination. The Exchange recommends that a news release be made to news services that disseminate financial news nationally, to the financial press and to daily newspapers that provide regular coverage of financial news. Detailed instructions on the release of news to various media outlets and news services is set out in Part IX.

## Content of Announcements

Announcements of material information should be factual and balanced, neither over-emphasizing favourable news nor under-emphasizing unfavourable news. Unfavourable news must be disclosed just as promptly and completely as favourable news. It is appreciated that news releases may not be able to contain all the details that would be included in a prospectus or similar document. However, news releases should contain sufficient detail to enable media personnel and investors to appreciate the true substance and importance of the information so that investors may make informed investment decisions. The guiding principle should be to communicate clearly and accurately the nature of the information, without including unnecessary details, exaggerated reports or editorial commentary designed to colour the investment community's perception of the announcement one way or another. The company should be prepared to supply further information when appropriate.



## Misleading Announcements

While the policy of the Exchange is that all material information must be released immediately, judgment must be exercised by company officials as to the timing and propriety of any news releases concerning corporate developments since misleading disclosure activity designed to influence the price of a security is considered by the Exchange to be improper. Misleading news releases send signals to the investment community which are not justified by an objective examination of the facts, and may detract from the credibility of the company. Announcements of an intention to proceed with a transaction or activity should not be made unless the company has the ability to carry out the intent and a decision has been made to proceed with the transaction or activity by the board of directors of the company, or by senior management with the expectation of concurrence from the board of directors. Disclosure of corporate developments must be handled carefully and requires the exercise of judgment by company officials as to the timing of an announcement of material information, since either premature or late disclosure may result in damage to the reputation of the securities markets.

### E. Confidentiality

#### When information may be kept confidential

In restricted circumstances disclosure of material information concerning the business and affairs of a listed company may be delayed and kept confidential temporarily where immediate release of the information would be unduly detrimental to the interests of the company.

Examples of instances in which disclosure might be unduly detrimental to the company's interest are as follows:

- (1) Release of the information would prejudice the ability of the company to pursue specific and limited objectives or to complete a transaction or series of transactions that are underway. For example, premature disclosure of the

fact that a company intends to purchase a significant asset may increase the cost of making the acquisition.

- (2) Disclosure of the information would provide competitors with confidential corporate information that would be of significant benefit to them. Such information may be kept confidential if the company is of the opinion that the detriment to it resulting from disclosure would outweigh the detriment to the market in not having access to the information. A decision to release a new product, or details on the features of a new product, may be withheld for competitive reasons. Such information should not be withheld if it is available to competitors from other sources.
- (3) Disclosure of information concerning the status of ongoing negotiations would prejudice the successful completion of those negotiations. It is unnecessary to make a series of announcements concerning the status of negotiations with another party concerning a particular transaction. If it seems that the situation is going to stabilize within a short period, public disclosure may be delayed until a definitive announcement can be made. Disclosure should be made once "concrete information" is available, such as a final decision to proceed with the transaction or, at a later point in time, finalization of the terms of the transaction.

It is the policy of the Exchange that the withholding of material information on the basis that disclosure would be unduly detrimental to the company's interests must be infrequent and can only be justified where the potential harm to the company or to investors caused by immediate disclosure may reasonably be considered to outweigh the undesirable consequences of delaying disclosure, keeping in mind at all times the considerations that have given rise to the Exchange's immediate disclosure policy. While recognizing that there must be a trade-off between the legitimate interest of a company in maintaining secrecy and the right of the investing public to disclosure of corporate information, the Exchange discourages delaying disclosure for a lengthy period of time since it is unlikely that confidentiality can be maintained beyond the short term.

## Maintaining Confidentiality

If disclosure of material information is delayed, complete confidentiality must be maintained. In the event that such confidential information, or rumours respecting the same, is divulged in any manner (other than in the necessary course of business), the company is required to make an immediate announcement on the matter. The Exchange must be notified of the announcement in advance in the usual manner. During the period before material information is disclosed, market activity in the company's securities should be closely monitored. Any unusual market activity probably means that news of the matter is being disclosed and that certain persons are taking advantage of it. In such case, the Exchange should be advised immediately and a halt in trading will be imposed until the company has made disclosure on the matter.

At any time when material information is being withheld from the public, the company is under a duty to take precautions to keep such information completely confidential. Such information should not be disclosed to any officers or employees of the company, or to the company's advisors, except in the necessary course of business. The directors, officers and employees of a listed company should be reminded on a regular basis that confidential information obtained in the course of their duties must not be disclosed. It is contrary to law under the Ontario Securities Act for any person in a "special relationship" with a company to make use of undisclosed material information. This point is discussed below.

Listed companies must comply with the provisions of section 74 of the Ontario Securities Act requiring confidential disclosure to the Ontario Securities Commission of any "material change" that is not immediately being disclosed to the public.

## F. Insider Trading

### Law

Every listed company should have a firm rule prohibiting those who have access to confidential information from making use of such information in trading



in the company's securities before it has been fully disclosed to the public and a reasonable period of time for dissemination of such information has passed.

Insider trading is strictly regulated by Part XX and sections 75 and 131 of the Ontario Securities Act, and the Regulations under the Act. The securities laws of other provinces also regulate insider trading in their respective jurisdictions. Insider trading in the securities of companies incorporated under the Canada Business Corporations Act is also regulated by Part X of that Act. The definition of an "insider" will vary from statute to statute, but in any case will include directors and senior officers of the company and large shareholders. In Ontario directors and senior officers of any company that is itself an insider of a second company are considered insiders of that second company. It is recommended that directors and officers of listed companies be fully conversant with all applicable legislation concerning insider trading.

The Ontario Securities Act requires insiders to file an initial report with the Ontario Securities Commission upon becoming insiders and to report all trades made in the securities of the company of which they are insiders within ten days of the end of each month in which any trade is made. In addition, section 75 of the Ontario Securities Act prohibits any person or company in a "special relationship" with a listed company from trading on the basis of undisclosed material information on the affairs of that company. Those considered to be in a "special relationship" with a listed company include any insiders of the company, employees of the company or employees of a second company that is an insider of the company and any person or company which has engaged in, is engaging in or proposes to engage in any business or professional activities with or on behalf of the listed company and who has acquired knowledge of material information in such capacity.

In any situation where material information is being kept confidential because disclosure would be unduly detrimental to the best interests of the company, management is under a duty to take every possible precaution to ensure that no trading whatsoever takes place by any insiders or persons in a "special relationship" with the company, such as lawyers, engineers and accountants, in

CHAPTER 2

DECISIONS, ORDERS AND RULINGS

2.1 NORTHWESTERN UTILITIES/LLOYDMINISTER GAS COMPANY LIMITED

IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF NORTHWESTERN UTILITIES LIMITED AND  
LLOYDMINISTER GAS COMPANY LIMITED

ORDER  
(Section 99(e))

UPON the Application of Northwestern Utilities Limited (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to section 99(e) of the Securities Act, R.S.O. 1980, c.466 (the "Act") for an order exempting the Applicant from certain requirements of Part XIX of the Act;

AND UPON it being represented to the Commission that:

1. The Applicant is a corporation incorporated under the laws of Canada;
2. Lloydminster Gas Company Limited ("Lloyd Gas") is a corporation continued under the Business Corporations Act of Saskatchewan;
3. The Applicant proposes to make a take-over bid (the "Offer") to purchase all the issued and outstanding preference (voting) and common (non-voting) shares of Lloyd Gas (the "Lloyd Gas Shares");
4. Less than 5% of the shareholders of Lloyd Gas are resident in Ontario;
5. The Applicant proposes to attach to the Offer the following conditions (hereinafter referred to collectively as the "Proposed Conditions") which would give it the right not to take up and pay for Lloyd Gas Shares:
  - (a) if any undisclosed action or omission prior to the date of the Offer or any action subsequent to that date by a person or company, other than the Applicant, including a governmental or regulatory authority, Lloyd Gas or its directors or senior officers, results in a material change in the affairs of Lloyd Gas;

- (b) if, at the expiry of the Offer period, the shareholders of Lloyd Gas have failed to deposit and not withdraw pursuant to the Offer at least (i) 90% of all outstanding common shares and (ii) 90% of all outstanding preference shares;
- (c) if the required approval of any governmental or regulatory authority is not obtained prior to the expiration of the Offer; or
- (d) if at the time the Applicant becomes bound to take up and pay for Lloyd Gas shares there exists any prohibition at law against taking up and paying for the Lloyd Gas shares deposited.

6. The Proposed Conditions are permitted under the provisions of the Securities Act, 1981, (Alberta), S.A. 1981, c.S-61 and are not prohibited under the provisions of the Securities Act (Saskatchewan), which statutes apply to the Offer;

AND UPON the Commission being of the opinion that it would not be prejudicial to the public interest to make this Order;

IT IS ORDERED pursuant to section 99(e) of the Act that the Applicant is exempted in part from the take-over and issuer-bid requirements of subsection 89(1) of the Act to the extent only that those conditions forming part of the Proposed Conditions which would otherwise contravene paragraph 89(1) of the Act may be attached to the Offer by the Applicant.

May 18th, 1984.

"A. T. Holland"

"J. W. Blain"

CHAPTER 3

REASONS: DECISIONS, ORDERS, RULINGS (NIL)

THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE



CHAPTER 4

CEASE TRADING ORDERS - SECTION 123

4.1 TEMPORARY CEASE TRADING ORDERS

4.1.1 DENGAS EXPLORATIONS & HOLDINGS LIMITED

DENGAS EXPLORATIONS & HOLDINGS LIMITED

Temporary cease trading order issued May 22, 1984, for failure to make statutory filings. Statutory hearing June 5, 1984, at 10:00 a.m.





## CHAPTER 5

### POLICIES

#### 5.1 O.S.C. POLICY 6.1 II D

##### 5.1.1 GOVERNMENT INCENTIVE SECURITIES

#### O.S.C. Policy 6.1 II D

##### Government Incentive Securities

The Ontario Securities Commission has amended its Policy Statement by adding the following as subparagraph (g) of O.S.C. Policy 6.1 II D.

"(g) Securities which entitle the acquiror thereof to a unit of a limited partnership the sole purpose of which is to carry out scientific research activities as defined by paragraph 37(7)(b) and Regulation 2900 of the Income Tax Act (Canada)."

The Commission has also amended subparagraph (f) of the Policy to read as follows:

"(f) Securities which entitle the acquiror thereof to a scientific research tax credit pursuant to the Income Tax Act (Canada); provided that the amount designated by the issuer under subsection 194(4) of the Income Tax Act (Canada) in respect of such securities is 100% of the aggregate acquisition cost of such securities to the first registered holder."



CHAPTER 6  
REQUESTS FOR COMMENTS

6.1 PROPOSED SECTION 73 RULING/EUROSECURITY DISTRIBUTIONS

The following insert is a Request for Comments for a Proposed Section 73 Ruling involving Eurosecurity distributions.

## 6.1 Proposed Section 73 Ruling

### Request for Comments

#### Proposed Section 73 Ruling - Eurosecurity Distributions

If adopted, the draft Ruling following this Request for Comments (hereinafter referred to as the "Class Ruling") would apply to the distribution of securities being offered through the Eurosecurity market by Ontario and non-Ontario issuers to certain institutional purchasers, and purchasers resident outside Canada, during the period of distribution.

Interpretation Note 1, entitled "Distributions of Securities Outside Ontario", published by the Commission on March 25, 1983, expresses the Commission's views as to the application of the Securities Act (the "Act") to distributions of securities outside of Ontario. Interpretation Note 1 states that where a distribution of securities is effected outside Ontario by Ontario or non-Ontario issuers and where reasonable steps are taken by the issuer, underwriters and other participants effecting the distribution to ensure that the securities come to rest outside Ontario, the Commission takes the view that a prospectus is not required under the Act nor is an exemption from the prospectus requirements necessary. The Interpretation Note indicates that the coming to rest precautions should be designed to ensure that the distribution process results in the entire distribution of securities being held by, or for the benefit of, non-residents of Ontario as opposed to intermediaries in the distribution chain holding securities for resale to Ontario residents.

The Commission has been advised that institutional purchasers often desire to purchase securities of Ontario and non-Ontario issuers that are distributed through the Eurosecurity market. At present, sales of securities being distributed in the Eurosecurity market may only be made to institutional investors in compliance with the Act if a prospectus is filed under the Act or the sales are effected under the private placement exemptions with the attendant hold periods and filing requirements. The Commission is of

the view that as a general policy matter participation by certain institutional purchasers in distributions through the Eurosecurity market should not be inhibited by application of the principles of Interpretation Note 1 which are designed for the protection of retail purchasers resident in Ontario.

In order to permit such institutions to participate in the distribution of Eurosecurities, the Commission could modify Interpretation Note 1 to contemplate the contemporaneous distribution in the Eurosecurity market, and private placement to institutional investors, of Eurosecurities; however, private placements of Eurosecurities would necessitate not only the filing by the issuer of Form 20 under subsection 71(3) of the Act but also the filing of Form 20 by each institutional purchaser on each resale of the securities within the closed system. The Commission is advised that these filing requirements constitute a competitive disadvantage for institutional purchasers which are subject to the Act in view of the fact that other institutional purchasers acquiring and selling the same sizeable amounts of the same securities are not required to comply with comparable filing requirements in other jurisdictions.

Though the Commission continues to be concerned about the possibility of unregulated distributions into Ontario of securities distributed through the Eurosecurity market by Ontario or non-Ontario issuers it proposes to allow certain institutions to participate in such distributions within the closed system without being placed at a competitive disadvantage.

The Class Ruling would therefore relax the filing requirements which would have to be satisfied by institutional purchasers within the closed system if the normal private placement rules were applicable to Eurosecurity distributions purchased by such institutions. Simply stated, the Class Ruling would exempt from the prospectus requirements of the Act distributions of securities through the Eurosecurity market to Eligible Eurosecurity Purchasers, as that term is defined in the Class Ruling, and the resale of such securities to other Eligible Eurosecurity Purchasers or purchasers, other than Eligible Eurosecurity Purchasers, which are resident outside Canada, provided the selling Eligible Eurosecurity Purchaser does not know, after having made reasonable inquiries, that such non-resident purchaser is



purchasing the securities with a view to distributing them into Ontario, or to Ontario residents, without complying with the prospectus requirements of the Act. In order to qualify as an Eligible Eurosecurity Purchaser, an institutional purchaser would be required to file with the Commission, on a one-time basis only, an Undertaking to the Commission to the effect that during the Distribution Period, apart from otherwise lawful transactions, it will only purchase Eurosecurities provided they are Eligible Eurosecurities and are purchased as a principal and it will only trade Eurosecurities with other Eligible Eurosecurity Purchasers or the non-resident purchasers referred to above. The term "Eurosecurities" is defined in the Class Ruling as securities of an issuer which are distributed in the Eurosecurity market and the term "Eligible Eurosecurities" is defined as Eurosecurities which have an aggregate acquisition cost to a purchaser thereof of not less than \$500,000 (Canadian). The term "Distribution Period" is defined as the "hold period" that would otherwise be applicable to a trade of Eurosecurities made in reliance upon the exemption contained in clause 71(1)(d) of the Act. A draft copy of the Undertaking follows this Request for Comments and the Class Ruling.

The intent of the Class Ruling, and the Undertaking contemplated thereby, is not to impose additional legal constraints upon the sale of Eurosecurities to institutional purchasers during the Distribution Period but rather to ensure that such sales may be effected by issuers and underwriters, and resales may be effected by institutional investors, in compliance with Ontario securities laws without the imposition of the normal private placement filing requirements contained in the Act. The Class Ruling and the Undertaking would have no effect whatsoever on trades which are otherwise effected in compliance with Ontario securities laws.

In conjunction with the Class Ruling the Commission proposes to maintain and publish periodically a list of Eligible Eurosecurity Purchasers just as it does in respect of recognized exempt purchasers under subsection 71(1)(c) of the Act. The Class Ruling would give the Director the authority to revoke the status of an Eligible Eurosecurity Purchaser at any time by delivering to the Eligible Eurosecurity Purchaser a Notice of Revocation of Status.

The Commission is interested in receiving comments on the above proposal, the Class Ruling and the Draft Undertaking. All comments are welcome and should be forwarded for receipt by the Commission on or before June 22, 1984 to:

Julie-Luce B. Farrell  
The Secretary  
Ontario Securities Commission  
Suite 1800  
20 Queen Street West  
Toronto, Ontario  
M5H 3S8

IN THE MATTER OF THE SECURITIES ACT,

R.S.O. 1980, CHAPTER 466

AND

IN THE MATTER OF EUROSECURITY FINANCINGS

DRAFT RULING  
(section 73)

UPON the application of the Director of the Ontario Securities Commission (the "Commission") for a ruling pursuant to subsection 73(1) of the Securities Act, R.S.O. 1980, c. 466 (the "Act") in respect of the distribution to certain institutional purchasers of securities distributed in the Eurosecurity market;

AND UPON it appearing to the Commission that institutional investors should be permitted to purchase securities distributed through the Eurosecurity market as part of an initial distribution thereof without a prospectus having to be filed under the Act and without the institutional investors being required to comply with the filing requirements which would otherwise be applicable to securities purchased in reliance upon the private placement exemptions contained in subsection 71(1) of the Act; and that such institutional purchasers should be permitted to trade Eurosecurities with other institutional purchasers during the Distribution Period;

AND UPON it appearing to the Commission that it is desirable that Ontario and non-Ontario issuers distributing securities in the Eurosecurity market should be permitted to distribute such securities to institutional purchasers resident in Ontario as part of the initial distribution of such securities without being required to obtain a receipt for a prospectus under the Act and without being required to rely upon the private placement exemptions contained in the Act;

AND for purposes of this ruling:

"Distribution Period" means the hold period that would otherwise have been applicable to the Eurosecurities if the distribution thereof to an Eligible Eurosecurity Purchaser had been made in reliance upon the private placement exemptions contained in subsection 71(1) of the Act;

"Eligible Eurosecurity Purchaser" means a corporation or institution resident in Canada which has filed an Undertaking with the Director of the Commission and which has not received a Notice of Revocation of Status as an Eligible Eurosecurity Purchaser from the Director;

"Eurosecurities" means securities of an issuer which are issued in the Eurosecurity market;

"Eligible Eurosecurities" means Eurosecurities which have an aggregate acquisition cost to a purchaser thereof of not less than \$500,000 (Canadian);

"Principal" includes without limitation a trust company registered under the Loan and Trust Corporations Act or an investment counsellor when the trust company or investment counsellor trades as trustee or agent respectively for the account of a corporation or institution fully managed by it;

"Undertaking" means an undertaking to the Commission, in the form annexed hereto as an Appendix;

AND UPON being satisfied that the making of this ruling would not be prejudicial to the public interest;

IT IS RULED THAT during the Distribution Period, except for trades otherwise effected in compliance with the Act:

1. section 52 of the Act shall not apply to a trade of Eligible Eurosecurities where the trade is to an Eligible Eurosecurity Purchaser which purchases as a Principal; and
2. section 52 of the Act shall not apply to a trade by an Eligible Eurosecurity Purchaser of Eurosecurities of any amount which were acquired by the Eligible Eurosecurity Purchaser under the exemption in paragraph 1 above where the trade is to a purchaser resident outside Canada which is not an Eligible Eurosecurity Purchaser provided the Eligible Eurosecurity Purchaser does not know, after having made reasonable inquiries, that such purchaser is purchasing the Eurosecurities with a view to distributing them into Ontario, or to Ontario residents, without complying with the prospectus requirements of the Act;

unless, in either case, the trade is a distribution as defined in subparagraph (iii) of paragraph 11 of subsection 1(1) of the Act.

DATED at Toronto this                      day of April, 1984.

A P P E N D I X

DRAFT UNDERTAKING

TO: The Ontario Securities Commission

Reference is made to a ruling of the Commission under section 73 of the Securities Act, R.S.O. 1980, c. 466 (the "Act") dated April XX, 1984 (the "Class Ruling"), a copy of which is attached hereto as Schedule "A", in respect of distributions of securities through the Eurosecurity market. Terms used herein shall have the meanings ascribed thereto in the Class Ruling.

It is understood by the undersigned that the Class Ruling and this Undertaking shall have no effect whatsoever on trades otherwise effected in compliance with Ontario securities laws and that the intent of the Class Ruling is that sales of Eligible Eurosecurities to the undersigned during a Distribution Period, and the resale of such securities, may be effected in compliance with Ontario securities laws without the imposition of the private placement filing requirements contained in the Act.

The undersigned hereby undertakes to the Commission that during the Distribution Period, except for trades otherwise effected in compliance with the securities laws of Ontario, it will only purchase Eurosecurities provided they are Eligible Eurosecurities and are purchased as a Principal; on the understanding that the undersigned may:

1. trade Eligible Eurosecurities with other Eligible Eurosecurity Purchasers, each of whom purchases as a Principal; and
2. trade Eurosecurities of any amount which it originally acquired as Eligible Eurosecurities with purchasers, other than Eligible Eurosecurity Purchasers, who are resident outside Canada, provided the Eligible Eurosecurity Purchaser does not know, after having made reasonable inquiries, that such purchaser is purchasing the Eurosecurities with a view to distributing them into Ontario, or to Ontario residents, without complying with the prospectus requirements of the Act.

DATED the            day of            , 198 .

\_\_\_\_\_  
(Name of Corporation or Institution  
Giving Undertaking)

\_\_\_\_\_  
(Authorized Signing Officer)

c/s



## Notes

1. This Undertaking may be signed by a trust company registered under the Loan and Trust Corporations Act (Ontario) or an investment counsellor as trustee or agent respectively for a corporate or institutional account fully managed by it and such trustee or agent shall be deemed to be acting as a principal when it trades for such account.

2. The Director may revoke the status of an Eligible Eurosecurity Purchaser by sending to the corporation or institution, as the case may be, a Notice of Revocation of Status as an Eligible Eurosecurity Purchaser.



## 6.2 INTERIM POLICY 1.3 - RESTRICTED SHARES

In the Bulletin of March 16, 1984 (1984 OSCB 1199) the Commission published for comments the text of Interim Policy 1.3 which embodies the proposals set out in the Position Paper of the OSC on Restricted Shares dated March 2, 1984. The closing date for comments was April 13, 1984.

To date, the Commission has received comments from the following:

1. Magna International Inc.
2. The Toronto Stock Exchange
3. Norcen Energy Resources Limited
4. Trizec Corporation Ltd.
5. Borden & Elliot
6. Investment Dealers Association of Canada
7. Vancouver Society of Financial Analysts
8. Fraser & Beatty
9. TransAlta Utilities Corporation
10. Laidlaw Transportation Limited
11. Salter, Apple, Cousland & Kerbel
12. The Resource Service Group Ltd.
13. The Oshawa Group Limited
14. The United Church of Canada
15. Allenvest Group Limited
16. Bennett Jones
17. Burnet, Duckworth & Palmer (Stephen H. Halperin)
18. Canadian Life and Health Insurance Association Inc.
19. Warren M.H. Grover
20. Howard, Mackie
21. Burnet, Duckworth & Palmer (Katherine Sibold)
22. The Toronto Society of Financial Analysts
23. Rogers Cablesystems Inc. (by Lang, Michener, Cranston, Farquharson & Wright)

24. Fasken & Calvin
25. Canadian Utilities Limited
26. Irwin Toy Limited
27. Ogilvy, Renault
28. Tory, Tory, DesLauriers & Binnington
29. McMaster & Meighen
30. Argus Corporation Limited
31. Osler, Hoskin & Harcourt
32. Bell Canada Enterprises Inc.
33. Oakwood Petroleums Ltd. (by Aird & Berlis)
34. Comments received by the Toronto Society of Financial Analysts:
  - (1) The Vancouver Society of Financial Analysts
  - (2) The Edmonton Society of Financial Analysts
  - (3) The Montreal Society of Financial Analysts
  - (4) The Ottawa Chapter of the T.S.F.A.
35. Milner & Steer
36. McCarthy & McCarthy
37. Pension Investment Association of Canada
38. Crownx Inc.
39. The Toronto Society of Financial Analysts dated April 30, 1984
40. The Calgary Society of Financial Analysts

Xerographic and microfiche copies of these documents are available from:  
Micromedia Ltd., 144 Front Street West, Toronto, Ontario M5J 2L9 (416)  
593-5211.



CHAPTER 7  
INSIDER TRADING REPORTS

EXPLANATORY NOTES

Information contained in this section has been summarized from insider reports filed with the Commission.

The name of the issuer is followed by a brief description of the class of security, the name of the person or company reporting and his or its relationship to the issuer. If a person has an indirect interest in the securities reported, e.g., through holding companies, affiliate companies, partnerships, trusts or other entities, this is shown. Symbols are used in the column "Transaction and Ownership Symbol" to indicate the nature of ownership i.e., direct or indirect. Similarly, the character of transactions is indicated provided the transactions are other than a purchase or sale. (See guide to symbols below):

GUIDE TO SYMBOLS

RELATIONSHIP	(appearing after the name reported)
"B"	- Beneficial Owner (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer outstanding.
"D"	- Director of principal reporting issuer.
"DI"	- Director of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.
"K"	- Exercises control or direction (direct or indirect) of equity shares of a reporting issuer carrying more than 10% of the voting rights attached to all equity shares of the reporting issuer.
"S"	- Senior Officer of principal reporting issuer.
"SI"	- Senior Officer of an issuer or a reporting issuer which is an insider or subsidiary of the principal reporting issuer.

## NATURE OF OWNERSHIP

- No Symbol - Securities are beneficially owned directly.
- Symbol #1 - The reporting person or company beneficially owns and/or has control or direction over securities which are held by a company, associate, partnership, trust or other entity.

## CHARACTER OF TRANSACTION

- |           |                            |     |                              |
|-----------|----------------------------|-----|------------------------------|
| No Symbol | - purchase or sale         | "M" | - internal                   |
| "A"       | - bequest or inheritance   | "Q" | - qualifying shares          |
| "C"       | - compensation             | "R" | - redeemed (called, matured) |
| "E"       | - exchange or conversion   | "T" | - stock dividend             |
| "F"       | - exercise of rights, etc. | "V" | - stock split                |
| "G"       | - gift                     | "X" | - exercise of option         |
| "IR"      | - initial report           | "Z" | - distribution               |

\*Returned for reconciliation purposes.

REPORTING ISSUER ARGENTEX RESOURCE EXPLORATION CORP.	INSIDER Kasner, Robert J.	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
		Common	DS	--	IR			380001
ALCAN ALUMINUM LIMITED	Gaudry, Roger Amended	Preference		--	IR			250000
		Common	D	Feb/84		500		
				Mar/84	T	27		3606
				Mar/84		140		
AMERADA HESS CORPORATION	Deverin, B. T. Indirect Holdings	Common	DS	Apr/84	1		3000	22500 16156
				--				
	Horvath, Louis Stock Plan Custodian		S	Apr/84	X	1000		1107 1500 19
				--	1			
				--	1			
	Sagebien, Rene L. Stock Plan		S	Apr/84	X	1000		9488 10500
				--	1			
AMERICAN CHROMIUM LIMITED	Savanna Resources Ltd. Amended	Class A	B	May/84		30		30
		Class B		Jul/83		8150		
				Dec/83		19050		
				May/84		30		27230
AMERICAN OAKWOOD ENERGY LTD	McCombe, Brian G.	Common	DS	May/84	T	38144		81809
ARGYLL ENERGY CORPORATION	Gaasenbeek, Matthew	Class B	D	May/84		44000		59500
ASSOCIATES CAPITAL CORPORATION OF CANADA	Gulf & Western Industries Inc.	Common	B	--				
				--				
	Associates Investment Company			--	IR1			100
				Jan/84	1	17500999		17501099
	Gulf & Western Industries Inc.	Promissory Note	B	--				
	Associates Capital Corporation			Jan/84	1	\$18134342		
				Jan/84	1		\$18134342	---
	123587 Canada Ltd.			Jan/84	1	\$18134342		
				Jan/84	1	\$18134342	\$18134342	---
				Jan/84	1		\$18134342	---
	Gulf & Western Industries Inc.	Series 1 Second Preferred	B	--				



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ASSOCIATES CAPITAL CORPORATION OF CANADA (Continued)	Gulf & Western Industries Inc.	Series 1 Second Preferred	B	--				
	Associates Capital Corporation			--	IR1			10000
				Jan/84	R 1		10000	---
	Gulf & Western Industries Inc.	Series 1, First Preferred	B	--				
	Associates Investment Company			Jan/84	1	500000		500000
AUGMITTO EXPLORATIONS LIMITED	Pitzer, Richard G.	Common	D	Apr/84	X	10000		262700
AURELIAN DEVELOPERS LTD.	Towers, Gerald D.	Common	D	Apr/84		6667		79667
AVOCA APARTMENTS LIMITED	Bateman, William B. Joint Ownership	Common	D	--	IR1			50
	Mahler, Bernard J.		D	--	IR			30
	McNair, Phyllis M.		D	--	IR			50
	Taylor, Agnes F. Estate of Spouse		D	--	IR1			30
	Treleaven, Allan W.		D	--	IR			30
	Tuffin, George G.		D	--	IR			50
B. C. SUGAR REFINERY LIMITED	Serin, Roger A.	Securities	SI	--	IR			---
BP RESOURCES CANADA LIMITED	Bexon, Roger	Common	D DISI	--	IR			400
BANK OF MONTREAL	Meadows, John L. Share Ownership Plan	Ordinary	S	--	IR1			330
BANK OF MONTREAL MORTGAGE CORPORATION	Hean, Scott B.	Securities	SI	--	IR			---
	Meadows, John L.		SI	--	IR			---
BANK OF MONTREAL REALTY FINANCE LTD.	Hean, Scott B.	Securities	SI	--	IR			---
	Meadows, John L.		SI	--	IR			---
BANK OF NOVA SCOTIA, THE	McGregor, William S.	Common	D	May/84		6000		22500

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
BANK OF NOVA SCOTIA, THE (Continued)	McGregor, William S. Merry-Mac Investments Ltd.	Common	D	--	1			7500
BARBECON INC.	Helliwell, David L. RRSP	Class B Common	D	-- May/84	1	1000		3000
BASIC RESOURCES INTERNATIONAL (BAHAMAS) LIMITED	Generale Occidentale  Caveham Holdings Inc. Occidentale S. A. Glarus	Common	B	Mar/84	1	21578297	21578297	---
				--	1			120000
BELL CANADA ENTERPRISES INC.	Stansby, Anthony G. Stock Purchase Plan	Common	SI	-- Apr/84	T 1	42		801
	Watkinson, Brian G. Stock Dividend Plan		D	-- Apr/84	T 1	22		1212
BIROCO KIRKLAND MINES LIMITED	Smith, David M.	Common	D	--	IR			10001
BITECH ENERGY RESOURCES LIMITED	Civil, Louis  Daughter wife	Common	D	Apr/84			1000	60834
				--	1			3000
				--	1			4000
BOREALIS EXPLORATION LIMITED	Buckley, Fergus R.	Common	SI	Apr/84			100	800
	Buckley, Rosario L.		SI	Apr/84			100	200
	Cox, Chana B. Parmenides Group, The		S	-- Mar/84 Apr/84	G 1 1		50 3165	97367
	Cox, Rodney T. Parmenides Group, The		S	-- Mar/84 Apr/84	G 1 1		50 3165	97367
	Parmenides Group, The		B	Mar/84 Apr/84	G		100 6330	327438
BRAMALEA LIMITED	Kerr, Bruce Share Purchase Plans	Common	S	Apr/84 Apr/84	1	321	321	1895 17796
	Lebovic, Joseph Indirect Holdings		B	-- Apr/84	1	13700		38700 2149300
BREAKWATER RESOURCES LTD.	Mortil, Bo	Common	D	Apr/84	X	10000		

REPORTING ISSUER BREAKWATER RESOURCES LTD. (Continued)	INSIDER Mortil, Bo	SECURITY Common	REL 'N D	TRANS DATE Apr/84	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
							10000	74100
BRITISH COLUMBIA TELEPHONE COMPANY	McCourt, William K.	Securities	S	--	IR			---
CAMPBELL RESOURCES INC	Strasser, J. Gordon	Common	S	May/84		517		4046
CAMPEAU CORPORATION	McCartney, Ronald B. Wife	Subordinate Voting	DS	May/84			5066	---
				May/84	1		44934	4294
CANADA NORTHWEST ENERGY LIMITED	Smith, James R.	Common	S	Aug/83		311		
				Nov/83		321		
				Feb/84		341		
				Apr/84			580	4831
CANADA TRUSTCO MORTGAGE COMPANY, THE	Lahn, Mervyn L.	Common	DS	Apr/84		52		3767
				--				
	Indirect Holding	Warrants		Apr/84	1	80		80
CANADIAN IMPERIAL BANK OF COMMERCE	Bassett, Douglas G.	Common	D	Apr/84	T	286		23728
	Harvey, Robert D.		S	--	IR			300
CANADIAN WORLDWIDE ENERGY LIMITED	Hagerman, Douglas R.	9 1/4% Conv. Preferred Series A	D	--				
	RRSP			--	IR1			500
	Tenison, Robert B.	Common	DS	Apr/84		500		1003
CANADIAN PACIFIC ENTERPRISES LIMITED	Thomson, John	Common	SI	Jan/84	T	14		
				Apr/84	T	264		1925
CAPITAL DYNAMICS LIMITED	Trebell, Francis D. Colombia Western Management Ltd.	Common	D	--				29801
				Mar/84	1	1800		
				Apr/84	1	200		1092692
CARA OPERATIONS LIMITED	Phelan, Paul D. Control	Class A	D	--				
				Apr/84	1	5300		5400
	Phelan, Paul D.	Common	D	--				12100

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS		BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
				DATE	TYPE			
CARA OPERATIONS LIMITED (Continued)	Phelan, Paul D. Control	Common	D	Apr/84	1	5200		29400
	Chiang, Johnathan L. S.	Common	B	--	IR			120000
	Gordon, Rodger A.	Class B	D	--	IR			3000
CARRIAGE SMALL BUSINESS VENTURES INCORPORATED	Lewis, George K.	Class A	D	--	IR			13000
	Liem, Daniel Tang-Ham	Class B	D	--	IR			3000
		Common		--	IR			60000
	Ng, C'Aik S.		B	--	IR			150000
	Salmon, Charles C.	Class B	D	--	IR			3000
	Seymour, Alan M.		D	--	IR			3000
	Tam, Simon Yu Wah	Common	B	--	IR			120000
	Cohen, H. Reuben Indirect Holdings	Class A	DB	Apr/84 --	1	350		1358737 621071
	Bissell, Eric	Common	D	--	IR			900
	Dobson, John W.		DS	--	IR			14500
CENTRAL TRUST COMPANY	Fox, Gordon International Factors Corporation		D	--	IR			35450
	Godel, Elliot Monarch Management & Investment Corp. wife Son		DS	--	IR			494955
				--	IR			30961
				--	IR1			14785
				--	IR1			150
				--	IR1			50
	Reinhart, George E. Elliot Realties Inc. wife		DS	--	IR			10090
				--	IR1			10200
				--	IR1			1000
	Fewster, Robert	Common	D	--	IR			76666
CINCINNATI ENERGY CORP	Scott, Elford		D	--	IR			40000
	Straker, Richard	Securities	D	--	IR			---

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
CINCINNATI ENERGY CORP (Continued)	Vanover, Robert E.	Securities	D	--	IR			---
COLECO INDUSTRIES, INC	Appel, Michael A.	Common	S	Jan/84	C	10000		10000
	Berger, Marvin		S	Jan/84 Jan/84	C	5000 5000		10000
	Driska, John J.		S	Jan/84	C	10000		10000
	Murphy, Charles		S	Jan/84	C	5000		5000
COMINCO LTD.	Clough, John P.T.	Common	SI	May/84	V	220		330
	Sinclair, Ian D.		D	DISI May/84	V	2000		3000
CONSOLIDATED-BATHURST INC.	MacKenzie deB. Strathy	Series A Common	S	Apr/84			900	3
	Wagg, Timothy J. Share Option Plan	Common A	S	-- Apr/84	1	2500		9 10000
CONTROL DATA CORPORATION	Kamp, Thomas G.	Common	S	Apr/84			2000	15970
DART & KRAFT INC.	Weinberg, John L.	Common	D	Apr/84 Apr/84		5000	5000	2000
DATATECH SYSTEMS LTD.	Large, Earl W.	Common	DS	Apr/84			31000	300
	Large, Walter F.		DS	Apr/84			31000	310
	Stanley Resources Ltd. Estate		B	Apr/84 --	1	62000		71000 50000
DOMINION EXPLORERS LIMITED	Purcell, David W.	Common	D	May/84			9000	---
DOMINION TEXTILE INC.	Bell, Thomas R.	Common	DS	May/84		1000		10915
	De Broux, Pierre		SI	May/84		200		525
	McDonough, Lawrence G.		S	Apr/84 Apr/84		29	150	2261
DOMTAR INC.	Caisse de depot et placement du Quebec	Common	B	Apr/84			298000	4087633
DORSET RESOURCES LTD.	Hagel, Norman E.	Common	S	Apr/84		10000		80000
DUBENSKI GOLD MINES LIMITED	Blunt, Peter M.	Common	DS	--	IR			10000

REPORTING ISSUER DUBENSKI GOLD MINES LIMITED (Continued)	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
	Consolidated Maybrun Mines Limited	Common	B	--	IR			1000000
	Desson, Carmen		D	--	IR			10000
	Roby, Philippe		D	--	IR			10000
	Sheridan, John P.		DB	--	IR			815909
	Springer, John		D	--	IR			64967
DUMAGAMI MINES LIMITED	Pommier, Paul A.	Common	D	--	IR			1
DUNDEE-PALLISER RESOURCES INC.	Brissenden, Richard W.	Common	D	--				
	Bywood Holdings Limited			Apr/84	1	4250		105750
	McCoy, Wayne A. Bywood Holdings Limited		D	--				700
	Beiles, David M.	Class A Preference	S	Mar/84		1000		9714
	Goulais, Michael		S	Mar/84		1000		16856
	LeDrew, Conrad W. J.		S	Mar/84		1000		8580
	Schwartz, B. Chris	Common	S	--	IR			200
	Williams, Donald A. Delanda Inc.	Class A Preference	S	Jan/84		1000		23672
	McKenzie, George C.	Common	D	--	IR			6328
EDEN ROC MINERAL CORP.	Armstrong, G. Arnold Amended	Common	DB	Mar/84		15500		201006
ENEXCO INTERNATIONAL LIMITED	Indirect Holdings			Apr/84			12200	95561
				Jan/81	1	16000		
				Nov/80	1	24080		
				Mar/84	1	17784		57864
EQUITY SILVER MINES LIMITED	Taylor Jr., Vernon Family Trust	Common	DI	--				
				Apr/84	1		4300	27500
ETHYL CORPORATION	Gautreaux, Marcelain F. Savings Plan	Common	DS	Feb/84	C	100		13276
				Apr/84	1	9		10328



REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ETHYL CORPORATION (Continued)	Moser, Roger A.	Common	S	Apr/84	T	19		5157
	Savings Plan			Apr/84	1	13		3978
	Wikman, Andrew O. Savings Plan		S	-- Apr/84	1	9		2846 9384
FALCONBRIDGE LIMITED	Bonar, L. G. Spouse	Warrants	S	-- --	IR1			500
FINANCIAL TRUSTCO CAPITAL LTD.	McCombs, Peter E.	Common	SI	Apr/84			8198	10000
	Pencer, Gerald N. Amended Stollark Investments Ltd.		DS	--				45044
	Grand Banks Investments			Mar/84 Apr/84 May/84 --	1 1 1 1	88750 35700 3400		127850 1247876
FIRST CANADIAN MORTGAGE FUND	Harker, William C.	Units	DI	--	IR			92
FLEET AEROSPACE CORPORATION	Fraser, Ronald K. Lovat Imex Limited	Common	B	-- Apr/84	1		4200	179035 138600
FLANAGAN MCADAM RESOURCES INC.	Holmes, Frank	Common	D	Apr/84 May/84		2000 3000		5834
FORD MOTOR COMPANY OF CANADA LTD.	Harrigan, Kenneth W.	Common	D	Apr/84		450		450
FORD MOTOR COMPANY	Chandler, Colby H.	Common	D	May/84		1000		2500
	Harrigan, Kenneth W.		DISI	Mar/84 Apr/84		937	937	4563
GLE RESOURCES LTD	Wharton Jr., Clifford R.		D	Apr/84		200		800
	Hunter, Robert	Common	D	-- Jun/83 Jul/83 Dec/83 Feb/84 Feb/84	IR	7000 1500 48000	500	1500
	Lincoln Resources Inc.		B	May/83 Jun/83 Mar/84		700000 300000 1300000	24000	33500

[illegible]

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
IMASCO LIMITED	Ruffo, John J.	Common	DI	Apr/84 Apr/84	T	112	1112	3052
INTERNATIONAL BUSINESS MACHINES CORPORATION	Williams, John F. wife	Capital	S	May/84	X	5932		10809
LACANA MINING CORPORATION	Lawford, Peter E.	Common	S	May/84			2000	8000
MDS HEALTH GROUP LIMITED	Deferred Profit Sharing Plan	Class A	K	Apr/84		1600	4358	833542
MACLEAN HUNTER LIMITED	Greenhough, John H.	Class B		Apr/84			2032	248973
		8 1/4% Conv. Debenture	S	Apr/84		\$3000		\$3000
MACMILLAN BLOEDEL LIMITED	Adams, G. A. Share Purchase Plan	Common	S	-- Apr/84	1	35		324 426
	Ainscough, G. L. Share Purchase Plan		S	-- Apr/84	1	37		547 1597
	Cork, E. K. Share Purchase Plan Other Indirect		D	-- Apr/84 --	1 1	61		703 299 552
	Davenport, D. C. Share Purchase Plan		D	-- Apr/84	1	62		511 136
	Dickinson, J. G. Share Purchase Plan		S	-- Apr/84	1	30		610 392
	Dowsley, D. A. Share Purchase Plan		S	-- Apr/84	1	41		1101 961
	Ferguson, G. M. Share Purchase Plan		S	-- Apr/84	1	17		98
	Findlay, R. B. Share Purchase Plan		S	-- Apr/84	1	55		113
	Finkbeiner, J. C. Share Purchase Plan		S	-- Apr/84	1	32		96
	Fisher, J. P.		D	--				500

REPORTING ISSUER MACMILLAN BLOEDEL LIMITED (Continued)	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
	Fisher, J. P. Share Purchase Plan	Common	D	Apr/84	1	61		299
	Fliesbach, H. Share Purchase Plan		S	-- Apr/84 Apr/84	1 1	25	81	26
	Forgacs, O. L. Share Purchase Plan		S	-- Apr/84	1	47		953
	Forstrom, S. W. Share Purchase Plan		S	-- Apr/84 Apr/84	1 1	55	1500	2050 137
	Grunder, A. Share Purchase Plan		S	-- Apr/84	1	36		230
	Harrison, R. E. Share Purchase Plan		D	-- Apr/84	1	61		531 299
	Hobbs, G. H. D. Share Purchase Plan		D	-- Apr/84	1	93		1914 93
	Holden, D. H. Share Purchase Plan		S	-- Apr/84	1	32		1356
	Howard, J. L. Share Purchase Plan		S	-- Apr/84	1	53		2225 1184
	Hyland, J. N. Share Purchase Plan		D	-- Apr/84	1	92		1411 449
	Johncox, G. H. Share Purchase Plan		S	-- Apr/84	1	36		500 470
	Lauritzen, E. Share Purchase Plan		S	-- Apr/84	1	42		311
	Lawson, J. Share Purchase Plan		S	-- Apr/84 Apr/84	1 1	57	716	57
	Legg, E. G. Share Purchase Plan		S	-- Apr/84	1	18		25 55
	Matthews, R. V. Share Purchase Plan		S	-- Apr/84 May/84	1 1	41	750	44

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	McLauchlin, D. L.	Common	S	--				1750
	Share Purchase Plan			Apr/84 May/84	1 1	70		
							300	162
	Moonen, F. H. Share Purchase Plan		S	-- Apr/84	1	30		1426
	Powis, A. Share Purchase Plan		D	-- Apr/84	1	92		563 449
	Rogers, J. S. Share Purchase Plan		S	-- Apr/84	1	47		1997 764
	Ross, J. St. C. Share Purchase Plan		S	-- Apr/84	1	60		1750 2163
	Smith, R. V. Share Purchase Plan		DS	Mar/84 -- Apr/84	T 1	11 100		3074 2468
	Southam, J. M. Share Purchase Plan		D	-- Apr/84	1	61		299
	St. John, D. W. Share Purchase Plan		S	-- Apr/84	1	28		1257
	Towill, G. J. Share Purchase Plan		S	-- Apr/84	1	47		1300 806
	Turner, J. N. Share Purchase Plan		D	-- Apr/84	1	61		500 299
	Wiewel, R. N. Share Purchase Plan		S	-- Apr/84	1	60		1640 2839
	Wishart, G. Share Purchase Plan		S	-- Apr/84	1	27		278
	Worthy, V. R. Share Purchase Plan		S	-- Apr/84 May/84	1 1	46	500	815
	Wright, C. B. Share Purchase Plan		D	-- Apr/84	1	62		3320 400
	Zimmerman, A. H. Share Purchase Plan		D	-- Apr/84	1	92		449

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
MACMILLAN BLOEDEL LIMITED (Continued)	Zimmerman, A. H. Other Indirect	Common	D	--	1			1137
MAPLEX MANAGEMENT & HOLDINGS LIMITED	Cairn Capital Inc.	Class A	B	Apr/84		1400		319389
MOLSON COMPANIES LIMITED, THE	Beliveau, Jean A.	Class B		Apr/84		500		319729
		Class A	S	1983-4	T	42		778
MORGAN HYDROCARBONS INC	McCaughey, Andrew G.	Common	D	1983-4	T	42		81
MUSCOCHO EXPLORATIONS LIMITED	Wolcott, D. M.	Options	DS	Apr/84		214		221443
NATIONAL TRUST COMPANY, LIMITED	Macklem, John R.		D	--	IR			50000
NEW AUGARITA PORCUPINE MINES LIMITED	Gibson, James D.	Common	D	1983-4		29		1132
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	Bishop, Percy W.	Common	B	--	IR			791500
	Evans, John G.	Class A Common	S	--	X	11000	1500	801000
	DRIP							1125
	Children			Mar/84	T 1	10		610
				May/84	T 1	200		210
				Mar/84	T 1	3		
NORANDA MINES LIMITED	Cross, Arthur H.	Common	SI	--	IR			100
NORTHFIELD PETROLEUM CORPORATION	Black, John F.	Common	D	--	IR			2000
	Currie, William F. Fraser Anne Holdings Ltd.		D	--				
				--	IR1			16730
OAKWOOD PETROLEUMS LTD.	Nestor, John	Class A	D	--	IR			1
	Oakwood Petroleums Ltd.	Warrants		--	IR			31900
OCCIDENTAL PETROLEUM CORPORATION	Hammer, Armand	Common	DS	Apr/84		20000		13900
								1063843



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
OCCEIDENTAL PETROLEUM CORPORATION (Continued)	Hammer, Armand Thrift Plan  Wife	Common	DS	--	1			52965
				--	1			8581
OMEGA HYDROCARBONS LTD	Hall, Thomas J. Alberta Gas Products New North Oil & Gas Ltd.	Common		May/84		10000		3141120 2316940
				--	1			
				--	1			184200
PACIFIC CASSIAR LIMITED	Greig, John A.	Class B	DS	Apr/84			1000	6000
PACIFIC WESTERN AIRLINES CORPORATION	Jarvis, Colin	Securities	S	--	IR			---
	Robertson, James H.	Common	D	--	IR			400
	Wallis, Peter C.			--				
			S	--	IR			1200
PALLISER INTERNATIONAL ENERGY INC.	Englund, Ralph J.	Common	D	--	IR			2000
PARAMOUNT RESOURCES LTD.	Harris, Kenneth A.	Common	D	Apr/84			600	6066
PEGASUS GOLD LTD	Zink, Milton H. Dickinson Investments Ltd.	Common	DS	Apr/84			15000	32167
				Apr/84	1		35000	83399
PENN WEST PETROLEUM LTD.	Bonanza Resources Ltd.	Common	B	May/84		220000		4379660
PHILLIPS PETROLEUM COMPANY	Douce, Wm. C.  Wharton, Dolores D.	Common	DS	May/84	G		100	9614
				Apr/84		200		1000
PLACER DEVELOPMENT LIMITED	Nichol, John L. Estate	Common	D	-- Apr/84	1		3000	6000 ---
PLEXUS RESOURCES CORPORATION	Ditto, Arthur H.	Common	DS	Apr/84			2000	333200
POCO PETROLEUMS LTD	Baer, Victor B.  Dunkley, Lyle F.  Hunter, Margaret	Common	D	Apr/84			25000	166064
			S	Apr/84		160		24669
			S	Apr/84 Apr/84		77	1000	16503
	Kurceba, Peter J.		S	Apr/84 Apr/84		154	100	9131

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR		SOLD OR		MONTH-END HOLDINGS
						ACQUIRED	DISPOSED	DISPOSED	DISPOSED	
POCO PETROLEUMS LTD (Continued)	Markin, Allan P.	Common	DS	Apr/84		260				98738
	Peters, Robert G. Black Diamond Cattle Co. Other Indirect		D	Apr/84				34000		799669
				May/84	1			18000		19000
				--	1					115523
	Spargo, Edmund J.		S	Apr/84		131				19024
	Stewart, Craig W.		S	Apr/84		160				22169
POWER CORPORATION OF CANADA	Simon, William E.	Common	D	Apr/84				5000		20100
PRECAMBRIAN SHIELD RESOURCES LIMITED	McGregor, Stuart D.	Common	D	Apr/84				18700		34300
PRINCIPAL NEO-TECH INC.	Marlin, Kenneth N.	Class A	D	Apr/84		4700				5300
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	Franklin, Robert H.	Common	S	Apr/84		6				366
	James, Carroll D. Wife		S	Apr/84	1	8				834 56
	Librizzi, Frank P.		S	Apr/84		17				1331
	Rizzi, Louis L.		S	Apr/84		27				883
	Saller, William		S	Apr/84		7				249
REED STENHOUSE COMPANIES LIMITED	Duncan, Grant E.	Class A	D	Feb/84		51				5778
	RRSP			Feb/84	1			288		2577
REICHOLD LIMITED	Reichhold Limited	7 1/4% First Pref. Series A		May/84		100				
				May/84	R			100		---
RENAISSANCE ENERGY LTD.	Thomson, John A. RRSP	Common	S	Apr/84	1			200		1812 833
				--						
	Woitask, Clayton H. Spouse		DS	Apr/84	1	1500				3779 3000
				--						
ROCKWELL INTERNATIONAL CORPORATION	Iacobellis, Sam F.	Common	S	Jan/84	Z	4768				
				Apr/84	X	8000				42900

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
ROCKWELL INTERNATIONAL CORPORATION (Continued)	Iacobellis, Sam F. Custodian	Common	S	--	1			2500
ROGERS CABLESYSTEMS INC.	Hull, Thomas I. Hull Life Insurance Agencies Ltd. Topeg Insurance Agency Limited	Class A	D	--				100
				Mar/84	1	10000		100000
				--	1			3600
ROXY PETROLEUM LTD.	Bradley, Christopher A.	Common	S	Mar/84 Mar/84			300	920
ST. LAWRENCE CEMENT INC.	"Holderbank" Financiere Glaris Ltd. Holdernam Inc.	Class A	B	Apr/84	M 1	988982	988982	---
				Apr/84	M 1	988982		988982
	"Holderbank" Financiere Glaris Ltd. Holderfin B.V. (Netherlands)	Class B	B	Apr/84	M		627240	---
SASKO OIL AND GAS LIMITED	MacDonald, Bruce A.	Common	DS	--	IR			69000
	Ross, Gerald N.	Class B	DS	--	IR			2027892
	Ross, Gloria J.			--	IR			275000
	Ross, Hugh G.		S	--	IR			295934
	Ross, Jeffrey D.		S	--	IR			250000
SCEPTRE RESOURCES LIMITED	Ambrose, Ronald W. Employee Savings Plan	Common	S	-- 1984	1	869		1429
	Dickson, Thomas W. Employee Savings Plan		S	-- 1984	1	565		2524
	Emes, Allen F. Employee Savings Plan		S	-- 1984	1	635		3092
	Emes, Allen F. Employee Savings Plan	Second Pref. Series A	S	--				745
	Freeman, Gary W. Employee Savings Plan	Common	S	-- 1984	1	646		2500 3760

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SCEPTRE RESOURCES LIMITED (Continued)	Leahy, Mary J.	Second Pref. Series A	S	--				
	Employee Savings Plan			1984	1	2		94
	Stan, Kenneth R. Employee Savings Plan	Common	S	-- 1984 1984	1 1 1	594	2562	---
SEAWAY MULTI-CORP. LIMITED	weber, Stanley G. Employee Savings Plan		S	-- 1984	1	636		3563
	Benlevy Corporation Limited	Common	B	Apr/84	66			367809
	Peplevy Corporation Limited		B	Apr/84	66			382211
SHAWNEE PETROLEUMS LIMITED	Brissenden, Richard W. Bywood Holdings Limited	Common	D	-- Apr/84	1	1000		62500
	McCoy, Wayne A. Bywood Holdings Limited		D	-- Apr/84	1	1000		62500
	Shaw, James R. James R. Shaw Securities Limited	Common	DSDIS	--				
SHAW INDUSTRIES LTD.	L. E. Shaw Investment Limited			Apr/84	1	18100		282044
				--	1			501232
				--	1			282044
SHELL OIL COMPANY	Mai, Klaus L. Stock Ownership Fund	Common	DISI	May/84 May/84	1		10441 12691	---
	Richardson, Frank H. Stock Ownership Fund		S	May/84 May/84	1		1610 8307	---
	Davey, John C. Spouse	Common	S	Apr/84 --	1	1500		34000 6200
SIENNA RESOURCES LIMITED	Richels, John			--	IR			9000
	Hellens, Laurie E.	Common		--	IR			1
	Hellens, Laurie E.	Common	D	--	IR			7000
SILVERMAQUE MINING LIMITED	McCloskey, Richard D.		DS	Apr/84		16000		62000
	Adolph, Edward R.	Class A		--	IR			15047

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
SORREL RESOURCES LTD.	Worobec, Joseph W. Spouse	Common	DB	May/84	G	100000	100000	1047200
				May/84	G 1	100000		100000
SOUTHAM INC.	Fisher, Gordon N.	Common	DS	Feb/84		1650		
				Mar/84				
				May/84		1666		200000
	Southam, Wilson J. H. Wilhampton Limited		D	--	IR			18183
				--	IR1			5100
SPAR AEROSPACE LIMITED	Scullion, Ernest D.	Subordinate	S	Apr/84		4000		189
STORIMIN EXPLORATION LIMITED	Blunt, Peter M.	Common	D	--	IR			2500
	Pearson, Harry A.		D	--	IR			5000
	Sheridan, John P.		D	--	IR			100000
	Storey, Alvin E.		D	--	IR			60000
SUMACH RESOURCES INC.	Fraser, Robert D. Amended Frasco Management Ltd.	Common	B	--				810000
				Mar/84	1	7000		2170000
SYDNEY DEVELOPMENT CORPORATION	Andrews, David F.	Common	D	--				42000
	London Minerals			--				
				Nov/83	1		20000	86800
				Dec/83	1		20000	
				Jan/84	1		400	
				Mar/84	1		1700	64700
TALCORP LIMITED	Smith, Robert Amended 253916 Holdings Limited	Common	DS	Jan/84		300		182280
				May/84	1		23500	184500
	Smith, Robert Amended 253916 Holdings Limited	Conv. Pref.	DS	Jan/84		600		31800
				May/84	1	14000		14000
TENNECO INC.	Bernacki, Edward J. Thrift Plan Son	Common	S	--				
				Apr/84	1	11		133
				--	1			50
	Blakely, Robert T. Thrift Plan		S	--				
				Apr/84	1	25		833
	Daniels, H. E.		S	--				100

REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TENNECO INC. (Continued)	Daniels, H. E. Thrift Plan	Common	S	Apr/84	1	15		5312
	ADRS Plan			--	1			54
	Son			--	1			5
	Ewell Jr., Vincent F. Thrift Plan		S	-- Apr/84	1	20		3791
	Ketelsen, James L. Trust		DS	--	1			19500
	Thrift Plan			Apr/84	1	54		264 9943
	Marks, Raymond H. Thrift Plan		S	-- Apr/84	1	32		4000 12438
	Menikoff, Peter Thrift Plan		S	-- Apr/84	1	13		212 182
	Meyer, M. W. Thrift Plan		S	-- Apr/84	1	20		7021
	Miller, Robert H. Thrift Plan		S	-- Apr/84	1	19		771 4649
TERRA MINES LTD.	Otto, Kenneth L. Thrift Plan		S	-- Apr/84	1	9		712
	Reese, Kenneth W. Thrift Plan		DS	-- Apr/84	1	46		5434
	Robinson, Richard A. Wife		S	-- Apr/84	1	18		362 300 3789
	Sapp, Walter W. Thrift Plan			-- Apr/84	1	26		2314
	Sitter, William H. Thrift Plan			-- Apr/84	1	25		2767
	Tunnell, Byron Thrift Plan		S	-- Apr/84	1	14		1000 3162
	Evans, Robert A. Other Indirect	Common	DS	Apr/84 --	1	17600		114121 7710
	Bixby, J. E.	Common	S	Apr/84		1120		5741
TEXAS EASTERN CORPORATION								



REPORTING ISSUER	INSIDER	SECURITY	REL 'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TEXAS EASTERN CORPORATION (Continued)	Bixby, J. E. Employee Stock Purchase Plan	Common	S	--	1			5759
	Bufkin, I. D. Employee Stock Purchase Plan			Apr /84		44		9797
	Conaway, John M. Employee Stock Purchase Plan Children			--	1			5051
				--	IR			96
				--	IR1			144
				--	IR1			35
	Cunningham, R. C. Employee Stock Purchase Plan		S	S Apr /84		75		1110
				--	1			488
	Dickinson, R. K. Employee Stock Purchase Plan		S	S Apr /84		300		4830
				--	1			1157
	Ewing, G. H. Other Indirect		SI	S Apr /84 --	1	150		4058 5157
	Forbes, P. C. Employee Stock Purchase Plan		S	S Apr /84		82		173
				--	1			16
	Greer, Dennis L. Employee Stock Purchase Plan		S	--	IR			1163
				--	IR1			213
	Hickam, E. E. Employee Stock Purchase Plan		SI	S Apr /84		225		820
				--	1			39
TEXAS INTERNATIONAL COMPANY	King, H. H. Employee Stock Purchase Plan		DS	S Apr /84 Apr /84		400 246		5489
				--	1			1380
	McCollough, W. H. Employee Stock Purchase Plan		SI	S Apr /84		350		4170
				--	1			3778
	Kishpaugh, James A.	Common	DS	Mar /84	G		220	10100
	Skinner, Brian A.	Common	DS	S Apr /84		1500		83508

REPORTING ISSUER	INSIDER	SECURITY	REL.'N	TRANS DATE	TYPE	BOUGHT OR ACQUIRED	SOLD OR DISPOSED	MONTH-END HOLDINGS
TIBER ENERGY CORPORATION (Continued)	Skinner, Brian A. Other Indirect	Common	DS	--	1			16472
TORSTAR CORPORATION	Heisey, W. Lawrence	Class B	DISI	Apr/84		6160		30860
TRANS-CANADA RESOURCES LTD.	Andreae, Herbert C.	Common	D	May/84		10000		20000
TRANS MOUNTAIN PIPE LINE COMPANY LTD	Lockwood, Ernest J. Company's Savings Plan	Common	S	--				353
TRI-STAR RESOURCES LTD	Copetrex Oil & Gas Co. Ltd.	Common		Mar/84 Apr/84	1 1	57 59		116
				Apr/84			1	173066
TRILOGY RESOURCES CORPORATION	Rudden, Norman B.	Common	D	May/84		5000		5000
TRIZEC CORPORATION LTD.	Courtois, Edmond J.	Class A Subordinate	D	May/84			240	---
		Class B Ordinary		May/84			240	---
		Senior Pref. Class B Series 3		May/84			240	---
TWIN BUTTES EXPLORATION INC	Blunt, Peter M.	Common	DS	Oct/83			21000	46000
UNICAN SECURITY SYSTEMS LTD.	Unican Security Systems Ltd.	Common		Apr/84		11600		17900
UNITED FINANCIAL MANAGEMENT LTD.	Exco Corporation Limited	Common	B	Apr/84		36		1191755
TRI-COAST RESOURCE CORPORATION	Badida, Edward J.	Common	DS	--	IR			1
	Bedard, Larry Premier Financial Holdings Inc.		D	--	IR			1
			--	--	IR1			500000
	Bedard, Larry Premier Financial Holdings Inc.	Preference	D	--				
UNITED STATES STEEL CORPORATION	La Roche, William W.	Common	S	Apr/84	IR1	151		500000
								1993

REPORTING ISSUER	INSIDER	SECURITY	REL'N	TRANS DATE	TYPE	BOUGHT OR		MONTH-END HOLDINGS
						ACQUIRED	SOLD OR DISPOSED	
UNITED STATES STEEL CORPORATION (Continued)	Paxton, Harold W.	Common	S	Apr/84	F	1199		1199
URBAN RESOURCES LIMITED	Caldwell, Thomas S. CanNor Investments Ltd. Orcana Resources	Common	DS	May/84 May/84 --	M M 1 1	30000	30000	170001 96000 122000
VS SERVICES LTD.	Chant, Dixon S.	Common	DS	Apr/84 Apr/84		4166	4000	14083
VICTORIA AND GREY TRUSTCO LIMITED	Somerville, William H.	Common	DS	May/84		6		12230
WABIGON RESOURCES LIMITED	Ryder, John A.	Common	D	May/84		15000		510000
WITCO CHEMICAL CORPORATION	Hogard Jr., Earl L. wife wife as Cust. for Jason Michael Coleman Son Gordon Son Andrew	Common	S	-- -- -- Apr/84 --	1 1 1 1 1		30	2205 277 16 --- 31
	Scheinbart, Lee		D	--	IR			400
	Sonneborn III, Henry wife		D	Mar/84 --		42		57159 2250
WOODWARD STORES LIMITED	Woodward, Charles N. W.	Common	D	Jan/84			15057	1109057
YORBEAU RESOURCES INC.	Ranaud, Richard J. C.M.P. Oil & Gas Inc.	Common	D	Apr/84 --	1	25000		25000 160000
YVANEX DEVELOPMENTS LIMITED	Hunter, Harry D. H. Douglas Hunter & Associates Ltd.	Common	DS	-- --	IR IRI			283300 832500

CHAPTER 8  
NOTICES OF EXEMPT FINANCINGS

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 07, 1984	Superior Equities Incorporated	AUGMITTO EXPLORATIONS LIMITED COMMON SHARES	\$145,600	91,000 shares
Apr. 17, 1984	Braithwaite, Joseph L.	CAMBRIDGE SHOPPING CENTRES LIMITED - 8% CONVERTIBLE DEBENTURES	6,250,000	\$6,250,000
"	Priddle, Donald F.	"	3,500,000	\$3,500,000
"	Toronto-Dominion Bank, The	"	2,750,000	\$2,750,000 shares
May. 09, 1984	478314 Ontario Limited	CAMINDEX MINES LIMITED COMMON SHARES	150,000	150,000 shares
"	Dundee-Palliser Resources Inc.	"	"	150,000 "
"	J.L. International Limited	"	"	150,000 "
"	McGregor, Roderick W.	"	120,000	120,000 shares
"	Transpacific Company Ltd.	"	130,000	130,000 shares
"	Van, Jerry	"	100,000	100,000 shares
"	Walton, John S.	"	"	100,000 "
"	William G. Brissenden Inc.	"	"	100,000 "
May. 11, 1984	Yuen, Wai-Leung	CONESTOGA BRIDGE CAPITAL CORP. CLASS "K" SPECIAL SHARES	140,000	140 shares
May. 09, 1984	Costain Overseas Services Limited	COSTAIN LIMITED - SECURED DEBENTURE	15,000,000	\$15,000,000
May. 14, 1984	Roy-L Capital Inc.	COUNSEL TRUSTCO CORPORATION UNIT	100,504	1 units
May. 16, 1984	United Telephone Company Ltd.	CTG, INC. - COMMON SHARES	880,002	146,667 shares

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 11, 1984	Federal Business Development Bank	EPITEK INTERNATIONAL INC. SUBORDINATE PARTICIPATING DEBENTURE	\$499,999	One
May. 11, 1984	Federal Business Development Bank	EPITEK INTERNATIONAL, INC. WARRANTS	1	500,000
Apr. 16, 1984	Alexander, Ian	FOREST HILL ASSOCIATES LIMITED PARTNERSHIP - CLASS A UNITS	7,500	3 units
"	Arthur, Charles D.	"	"	3 "
"	Arthur, Mark L.	"	"	3 "
"	Barclay, Jim	"	"	3 "
"	Cumming, Brian	"	"	3 "
"	Davis, Milt	"	"	3 "
"	Jerred, Daniel and Patricia	"	"	3 "
"	Langstaff, Michael	"	"	3 "
"	Lord, Gertrude I.	"	12,500	5 units
"	McLeod, Duncan	"	10,000	4 units
"	Warrington, Jack	"	7,500	3 units
May. 07, 1984	Anderson, W. P.	GOVERNOR'S/WYNDEL APARTMENTS LIMITED PARTNERSHIP, THE UNITS	100,000	1 units
"	Crawford, D. C.	"	"	1 "
"	Haslett, R. F.	"	"	1 "
"	LaPlante, J.	"	"	1 "



REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
May. 07, 1984	Mangel, R.	GOVERNOR'S/WYNDEL APARTMENTS LIMITED PARTNERSHIP, THE UNITS	\$200,000	2 units
"	Stein, H.	"	100,000	1 units
Apr. 16, 1984	Cheng, Pak Kwan	INTER-CORP VENTURE CAPITAL CORPORATION - CLASS L SPECIAL SHARES	100,000	20 shares
"	Lau, Kwong Pui	"	"	20 "
Apr. 16, 1984	Leung, Yin Hay	INTER-CORP VENTURE CAPITAL CORPORATION - CLASS M SPECIAL SHARES	100,000	20 shares
Dec. 30, 1983	Abramson, Philip	RICHMOND HILL PARTNERSHIP UNITS	213,600	2 units
"	Balinsky, Bernard	"	320,400	3 units
"	Bargman, Howard	"	213,800	2 units
"	Brand, David	"	106,800	1 units
"	Cappe, Lawrence	"	"	1 "
"	Chelin, Verne Wm.	"	"	1 "
"	Corpus, Rolando T.	"	"	1 "
"	Davies, Ronald	"	"	1 "
"	Drs. Ben Tse & ChingYing Tse	"	213,600	2 units
"	Drysdale, Karl E.	"	"	2 "
"	Dubrovsky, Rubin	"	"	2 "

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 30, 1983	Engle, Fredric M.	RICHMOND HILL PARTNERSHIP UNITS	\$106,800	1 units
"	Gerczuk, Leo	"	106,800	1 units
"	Goldman, Stanley E.	"	"	1 "
"	Gorber, Donald M.	"	"	1 "
"	Greenberg, Jack	"	213,600	2 units
"	Gutstadt, Eli	"	106,800	1 units
"	Hall, Hamilton	"	"	1 "
"	Herzig, Sheldon	"	427,200	4 units
"	Hoffman, Sheldon	"	106,800	1 units
"	Inksetter, Thomas	"	"	1 "
"	Kates, Murray & Lilly	"	640,800	6 units
"	Kauder, Ronald	"	106,800	1 units
"	Lam, Clement	"	"	1 "
"	Lerman, Alan	"	"	1 "
"	Lipton, Harold; Lipton, Lawrence and Lipton, Martin	"	320,400	3 units
"	Litchen, Michael	"	106,800	1 units
"	Macarz, Morris & Alice	"	4,912,800	46 units
"	Macarz, Philip	"	1,281,600	12 units
"	Moddel, Gary	"	427,200	4 units

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 30, 1983	O'Neil, Doreen and Earl	RICHMOND HILL PARTNERSHIP UNITS	\$213,600	2 units
"	Perlus, Jon	"	320,400	3 units
"	Pugen, Greg	"	106,800	1 units
"	Raponi, Larry	"	"	1 "
"	Sacks, Morton	"	"	1 "
"	Serota, Kenneth	"	"	1 "
"	Shaw, Martin Philip	"	"	1 "
"	Shedletzky, Abe	"	"	1 "
"	Sky, Kenneth	"	213,600	2 units
"	Sterling, Jay	"	106,800	1 units
"	Sutton, Barry	"	213,600	2 units
"	Switzer, Sheldon	"	106,800	1 units
"	Taube, Gilbert; Edward and Allan	"	1,602,000	15 units
"	Verner, Ronald	"	106,800	1 units
"	Walton, Howard	"	"	1 "
"	Wega, James	"	"	1 "
"	Weingarten, Lawrence	"	320,400	3 units
"	Wise, Sidney J.; Shuster, Jack and Resnick, Albert	"	"	3 "

REPORTS OF TRADES SUBMITTED ON FORM 20  
UNDER THE SECURITIES ACT 1980

TRANSACTION DATE	PURCHASER	SECURITY	PRICE	AMOUNT
Dec. 30, 1983	Ziner, Robert	RICHMOND HILL PARTNERSHIP UNITS	\$106,800	1 units
"	Zylberg, Bernard	"	"	1
May. 11, 1984	Midland Doherty R & D Limited	SAMANDA OFFICE COMMUNICATIONS LIMITED - 1984 FULLY REGISTERED R & D NOTE	500,000	One
May. 07, 1984	Hambrecht & Quist Group	SAMANDA OFFICE COMMUNICATIONS LIMITED - PREFERRED SHARES	104,000	40,000 shares
"	Northern Telecom Limited	"	50,807	100,646 shares
May. 14, 1984	573335 Ontario Inc.	SARLOS & ZUKERMAN FUND, THE UNITS	800,000	800 units
"	Donbarn Investments Limited	"	250,000	250 units
Mar. 26, 1984	E&B Explorations Inc.	SENAC RESOURCES INC. COMMON SHARES	100,000	100,000 shares
May. 01, 1984	Helix Investments Ltd.	TOLERANT SYSTEMS, INC. NON-NEGOTIABLE, SUBORDINATED, CONDITIONALLY CONVERTIBLE DEMAND PROMISSORY NOTE	486,900	\$486,900
May. 10, 1984	Mutual Life Assurance Company of Canada, The	TRADERS GROUP LTD. - SENIOR SECURED FLOATING RATE NOTES DUE MAY 9, 1986	2,000,000	\$2,000,000
Apr. 30, 1984	Explosafe Corporation Ltd.	VULCAN INDUSTRIAL PACKAGING LIMITED - COMMON SHARES	162,000	60,000 shares

RESALE OF SECURITIES

FORM - 21

DATE OF RESALE	DATE OF ORIG PURCHASE	SELLER	SECURITY	PRICE	AMOUNT
Apr. 24, 1984	Sep. 01, 1982	Jorob Investments	ULSTER PETROLEUMS LTD. COMMON SHARES	\$2,000	1,000 shares
Apr. 30, 1984	"	"	"	6,000	3,000 "
May. 04, 1984	Feb. 02, 1983	Canadian National Railway Company	UNION GAS LIMITED COMMON SHARES	2,655,500	25,000 shares
May. 07, 1984	"	"	"	26,875	2,500 "
May. 08, 1984	"	"	"	5,375	500 "
May. 09, 1984	"	"	"	167,398	15,400 "
May. 10, 1984	"	"	"	89,626	8,200 "
May. 11, 1984	"	"	"	37,400	3,400 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

SELLER	SECURITY	AMOUNT
Secorp Limited	GOLDEN SHADOW RESOURCES INC. - COMMON SHARES	116,667 shares
Steel Investments Limited	" "	233,333 "
Rogers, Edward S.	ROGERS CABLESYSTEMS INC. - CLASS A AND/OR CLASS B SHARES	1,500,000 "
Carena Properties Holdings Inc	TRIZEC CORPORATION LTD. - CLASS "B" SERIES 3 SENIOR PREFERRED SHARES	82,967 "
Carena Properties Inc.	" "	1,524,903 "





## CHAPTER 9

### TAKE-OVER BIDS, ISSUER BIDS

- 9.1 TAKE-OVER BIDS, ISSUER BIDS
  - 9.1.1 CEMP ISRAEL HOLDINGS LTD.
  - 9.1.2 JEMS INVESTMENTS (QUEBEC) INC.
  - 9.1.3 PEC ISRAEL ECONOMIC CORPORATION
  - 9.1.4 CANADA-ISRAEL DEVELOPMENT LTD.
  - 9.1.5 PAGEBROOK REALCO PARTNERSHIP
  - 9.1.6 GRANFLUME INVESTMENTS PARTNERSHIP
  - 9.1.7 HAWKSDALE INVESTMENTS PARTNERSHIP
  - 9.1.8 TALLVEST INVESTMENTS PARTNERSHIP
  - 9.1.9 CAMURE INVESTMENTS PARTNERSHIP
  - 9.1.10 BELORDIN INVESTMENTS PARTNERSHIP
  - 9.1.11 ELDAMAR INVESTMENTS PARTNERSHIP
  - 9.1.12 BANKET INVESTMENTS PARTNERSHIP
  - 9.1.13 GRANBRET HOLDINGS PARTNERSHIP
  - 9.1.14 GUARDIAN CAPITAL GROUP LIMITED
  - 9.1.15 PRENOR GROUP LTD.
  - 9.1.16 THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED
  - 9.1.17 TOMBILL MINES LIMITED
  - 9.1.18 AULT FOODS LIMITED

9.1.19 TAVISTOCK UNION CHEESE AND BUTTER LIMITED

9.1.20 (THE) CADILLAC FAIRVIEW CORPORATION LIMITED

TAKE-OVER BIDS, ISSUER BIDS

CEMP ISRAEL HOLDINGS LTD.     \*  
JEMS INVESTMENTS (QUEBEC) INC.  
PEC ISRAEL ECONOMIC CORPORATION  
(OFFERORS)

CANADA-ISRAEL DEVELOPMENT LTD.  
(OFFEREE)

PAGEBROOK REALCO PARTNERSHIP     #  
(OFFERORS)

GRANFLUME INVESTMENTS PARTNERSHIP  
HAWKSDALE INVESTMENTS PARTNERSHIP  
TALLVEST INVESTMENTS PARTNERSHIP  
CAMURE INVESTMENTS PARTNERSHIP  
BELORDIN INVESTMENTS PARTNERSHIP  
ELDAMAR INVESTMENTS PARTNERSHIP  
BANKET INVESTMENTS PARTNERSHIP  
GRANBRET HOLDINGS PARTNERSHIP  
(OFFEREES)

NOTICE OF INTENTION - FORM 35

GUARDIAN CAPITAL GROUP LIMITED

PRENOR GROUP LTD.

THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED

TOMBILL MINES LIMITED

VARIATION OF OFFER

AULT FOODS LIMITED  
(OFFEROR)

TAVISTOCK UNION CHEESE AND BUTTER LIMITED  
(OFFEREE)

ISSUER BID

(THE) CADILLAC FAIRVIEW CORPORATION LIMITED

\*     Cash Offer  
#     Share Exchange

CHAPTER 10  
CONTINUOUS DISCLOSURE FILINGS

## Public Documents Filed with the Ontario Securities Commission

ISSUER	TITLE
128508 CANADA LIMITED	PRESS RELEASE
A.E. LEPAGE CAPITAL PROPERTIES	CERTIF. OF MAILING
A.H.A. AUTOMOTIVE TECHNOLOGIES	PRIVATE PLACEMENTS
ABERFORD RESOURCES LTD.	PRESS RELEASE
ABITIBI-PRICE INC.	PRIVATE PLACEMENTS
ACROFUND LTD.	PROSPECTUS
ACROFUND LTD.	APPENDICES TO PRO.
ACTION TRADERS INC.	CERTIF. OF MAILING
ADVANCE MURGOR EXPLORATIONS LIMITED	CHANGE OF ADDRESS
AGENCY	AUD. ANN. FIN. STMT.
AGF MANAGEMENT LIMITED	IFS 3 MN FE 29 84
AGF OPTION EQUITY FUND	PROSPECTUS
AGF OPTION EQUITY FUND	PROSPECTUS
AGF OPTION EQUITY FUND	APPENDICES TO PRO.
AGF SPECIAL FUND LTD.	PROSPECTUS
AGGRESSIVE MINING LTD.	IFS 6 MN FE 29 84
AGRA INDUSTRIES LIMITED	PRESS RELEASE
ALCAN ALUMINIUM LIMITED	ANNUAL INFO. FORM
ALGOMA STEEL CORPORATION LIMITED	IFS 3 MN MR 31 84
ALGOMA STEEL CORPORATION LIMITED	ANNUAL INFO. FORM
ALL-CANADIAN COMPOUND FUND	ANNUAL REPORT
ALL-CANADIAN REVENUE GROWTH FUND	PROSPECTUS
ALL-CANADIAN REVENUE GROWTH FUND	APPENDICES TO PRO.
ALUMINUM COMPANY OF CANADA LTD.	ANNUAL INFO. FORM
AMCO INDUSTRIAL HOLDINGS LIMITED	RULING/ORDER/REASONS
AMCO INDUSTRIAL HOLDINGS LIMITED	APPLICATION
AMERICAN GROWTH FUND LIMITED	PROSPECTUS
AMERICAN GROWTH FUND LIMITED	APPENDICES TO PRO.
AMERICAN OAKWOOD ENERGY LTD.	ANNUAL REPORT
AMERICAN OAKWOOD ENERGY LTD.	SHRHLDRS. MTNG. MAT.
AMERICAN TELEPHONE AND TELEGRAPH COMPANY	FORM 8-K
ANDROCK INC.	RULING/ORDER/REASONS
ANDROCK INC.	APPLICATION
ANGLO-PERMANENT CORPORATE HOLDINGS	ANNUAL REPORT
ANGLO-PERMANENT CORPORATE HOLDINGS	SHRHLDRS. MTNG. MAT.
ANSIL RESOURCES LIMITED	PRIVATE PLACEMENTS
ARC INTERNATIONAL CORPORATION	PRIVATE PLACEMENTS
ARGUS CORPORATION LIMITED	IFS 3 MN MR 31 84
ARGYLL ENERGY CORPORATION	FORM 27-MAT. CHANGE
ASAMERA INC.	PRESS RELEASE
ASBESTOS LLOYD MINES LIMITED	IFS 3 MN MR 31 84
ASHLAND OIL INC.	IFS 6 MN MR 31 84
ATCO LTD.	EXEMPT FINANCING NOT
ATLAS YELLOWKNIFE RESOURCES LIMITED	APPLICATION
AUGDOME CORPORATION LIMITED	APPLICATION
AUGMITTO EXPLORATIONS LIMITED	T.S.E. MATERIAL
AUGMITTO EXPLORATIONS LIMITED	FORM 27-MAT. CHANGE
AULT FOODS LIMITED	TAKEOVER/FORM 35

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ISSUER	TITLE
AUR RESOURCES INC.	T.S.E. MATERIAL
AURORA-ORBIT 79-80 ENERGY PROGRAM	NAME CHANGE
AURORA-ORBIT 80-81 ENERGY PROGRAM	SHRHLDRS. MTNG. MAT.
AVCO FINANCIAL SERVICES CANADA LIMITED	PRIVATE PLACEMENTS
AVINDA VIDEO INCORPORATED	FINANCIAL RESULTS EN
AVINDA VIDEO INCORPORATED	FINANCIAL RESULTS EN
B.C. SUGAR REFINERY LIMITED	PROSPECTUS
BANISTER CONTINENTAL LTD.	PRESS RELEASE
BANK OF ALBERTA	T.S.E. MATERIAL
BANK OF ALBERTA	PROSPECTUS
BANK OF ALBERTA	APPENDICES TO PRO.
BANK OF NOVA SCOTIA	EXEMPT FINANCING NOT
BANKENO MINES LTD.	APPLICATION
BASIC RESOURCES INTERNATIONAL (BAHAMAS)	RULING/ORDER/REASONS
BASIC RESOURCES INTERNATIONAL (BAHAMAS)	APPLICATION
BATHURST PAPER LIMITED	IFS 3 MN MR 31 84
BAXTER TECHNOLOGIES CORPORATION	PRESS RELEASE
BAY MILLS LIMITED	RULING/ORDER/REASONS
BAY MILLS LIMITED	APPLICATION
BEARCAT EXPLORATIONS LTD.	IFS 3 MN FE 29 84
BEAU CANADA EXPLORATION LTD.	SHRHLDRS. MTNG. MAT.
BEAUTY COUNSELORS INTERNATIONAL INC.	PRESS RELEASE
BEAUTY COUNSELORS INTERNATIONAL INC.	T.S.E. MATERIAL
BEAVER LUMBER ACCEPTANCE CORPORATION	FORM 29 OR ACFC
BEAVER LUMBER ACCEPTANCE CORPORATION	AUD. ANN. FIN. STMT.
BELGIUM STANDARD LIMITED	IFS 6 MN MR 31 84
BELGIUM STANDARD LIMITED	LET. TO SHAREHOLDERS
BELL CANADA ENTERPRISES INC.	APPLICATION
BELMORAL MINES LTD.	IFS 6 MN JA 31 84
BELMORAL MINES LTD.	PRESS RELEASE
BENVAN HOLDINGS INC.	AUD. ANN. FIN. STMT.
BENVAN HOLDINGS INC.	SHRHLDRS. MTNG. MAT.
BIG LONG LAC GOLD MINING COMPANY LIMITED	AUD. ANN. FIN. STMT.
BIG LONG LAC GOLD MINING COMPANY LIMITED	IFS 1 MN MR 31 84
BIG LONG LAC GOLD MINING COMPANY LIMITED	FORM 28-ANN. FILING
BLACKDOME EXPLORATION LTD.	ANNUAL REPORT
BLACKDOME EXPLORATION LTD.	SHRHLDRS. MTNG. MAT.
BLAKE RESOURCES LTD.	ANNUAL REPORT
BLAKE RESOURCES LTD.	IFS 3 MN MR 31 84
BLAKE RESOURCES LTD.	SHRHLDRS. MTNG. MAT.
BOMAC BATTEN LIMITED	MERGER-AMALGAMATION
BOMAC BATTEN LIMITED	T.S.E. MATERIAL
BONANZA RESOURCES LTD.	PRESS RELEASE
BOW VALLEY INDUSTRIES LTD.	ANNUAL REPORT
BOW VALLEY INDUSTRIES LTD.	PRESS RELEASE
BOW VALLEY INDUSTRIES LTD.	SHRHLDRS. MTNG. MAT.
BOW VALLEY RESOURCE SERVICES LTD.	ANNUAL REPORT
BOW VALLEY RESOURCE SERVICES LTD.	PRESS RELEASE

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ISSUER	TITLE
BOW VALLEY RESOURCE SERVICES LTD.	SHRHLDRS. MTNG. MAT.
BRAMALEA LIMITED	ANNUAL REPORT
BRAMALEA LIMITED	ANNUAL REPORT
BRAMALEA LIMITED	CERTIF. OF MAILING
BRAMALEA LIMITED	PRESS RELEASE
BRAMALEA LIMITED	SHRHLDRS. MTNG. MAT.
BRAMALEA LIMITED	RULING/ORDER/REASONS
BRAMINCO MINES LIMITED	AUD. ANN. FIN. STMT.
BRAMINCO MINES LIMITED	IFS 3 MN MR 31 84
BRAMINCO MINES LIMITED	FORM 28-ANN. FILING
BREAKWATER RESOURCES LTD.	T.S.E. MATERIAL
BRIDGMAN, JON DALLAS	RULING/ORDER/REASONS
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	CERTIF. OF MAILING
BROULAN RESOURCES INC.	PRIVATE PLACEMENTS
BROWN-MCDADE RESOURCES LIMITED	PRIVATE PLACEMENTS
BRUNEAU MINING CORPORATION (NPL)	IFS 3 MN MR 31 84
BRUNSWICK MINING AND SMELTING	QUARTERLY EARNINGS E
BRUNSWICK MINING AND SMELTING	PRESS RELEASE
BURNS FRY CANADIAN FUND	AUD. ANN. FIN. STMT.
BURNS FRY FUND	AUD. ANN. FIN. STMT.
C-I-L INC.	ANNUAL INFO. FORM
C.I.F. INCOME FUND	PROSPECTUS
C.I.F. INCOME FUND	APPENDICES TO PRO.
CADILLAC FAIRVIEW CORPORATION LIMITED	PRESS RELEASE
CAE INDUSTRIES LTD.	FINANCIAL RESULTS FO
CAE INDUSTRIES LTD.	PRESS RELEASE
CALIFORNIA CLUB MALL LIMITED PARTNERSHIP	IFS 3 MN MR 31 84
CALIFORNIA CLUB MALL LIMITED PARTNERSHIP	FORM 28-ANN. FILING
CAMBRIDGE SHOPPING CENTRES LIMITED	PROSPECTUS
CAMEL OIL & GAS LTD.	SHRHLDRS. MTNG. MAT.
CAMINDEX MINES LIMITED	PRESS RELEASE
CAMINO GOLD MINES LIMITED	IFS 6 MN FE 29 84
CAMINO GOLD MINES LIMITED	CERTIF. OF MAILING
CAMINO GOLD MINES LIMITED	LET. TO SHAREHOLDERS
CAMPBELL RED LAKE MINES LIMITED	ANNUAL REPORT
CAMPBELL RED LAKE MINES LIMITED	SHRHLDRS. MTNG. MAT.
CAMPBELL RESOURCES INC.	PRESS RELEASE
CANADA DEVELOPMENT CORPORATION	PRESS RELEASE
CANADA TUNGSTEN MINING CORPORATION	PRESS RELEASE
CANADIAN ANAESTHETISTS' MUTUAL ACCUM.	IFS 6 MN MR 31 84
CANADIAN GAS AND ENERGY FUND LIMITED	PROSPECTUS
CANADIAN GAS AND ENERGY FUND LIMITED	APPENDICES TO PRO.
CANADIAN HYDROCARBONS LIMITED	AUD. ANN. FIN. STMT.
CANADIAN MANOIR INDUSTRIES LIMITED	SHRHLDRS. MTNG. MAT.
CANADIAN PACIFIC ENTERPRISES LIMITED	IFS 3 MN MR 31 84
CANADIAN PACIFIC ENTERPRISES LIMITED	PROCEEDINGS AT THE A
CANADIAN PACIFIC ENTERPRISES LIMITED	CONTINUANCE UNDER TH
CANADIAN PACIFIC ENTERPRISES LIMITED	ANNUAL INFO. FORM

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CANADIAN PACIFIC LIMITED	PRESS RELEASE
CANADIAN PACIFIC LIMITED	T.S.E. MATERIAL
CANADIAN PACIFIC LIMITED	ANNUAL INFO. FORM
CANADIAN SECURITY GROWTH FUND LIMITED	PROSPECTUS
CANADIAN TIRE CORPORATION LIMITED	ANNUAL REPORT
CANADIAN TIRE CORPORATION LIMITED	PRIVATE PLACEMENTS
CANADIAN UTILITIES LIMITED	PRESS RELEASE
CANFOR CORPORATION	CERTIF. OF MAILING
CANSHORE EXPLORATION LIMITED	IFS 3 MN MR 31 84
CANWEST FINANCIAL HOLDINGS LIMITED	RULING/ORDER/REASONS
CANWEST FINANCIAL HOLDINGS LIMITED	APPLICATION
CARA OPERATIONS LIMITED	CHANGE OF ADDRESS
CARBREW EXPLORATIONS LIMITED	FORM 28-ANN. FILING
CARMA LTD.	RULING/ORDER/REASONS
CARMA LTD.	APPLICATION
CASCADE PACIFIC RESOURCES LTD.	PRIVATE PLACEMENTS
CCL INDUSTRIES INC.	PRIVATE PLACEMENTS
CELANESE CANADA, INC.	IFS 3 MN MR 31 84
CEMP INVESTMENTS LTD.	PRESS RELEASE
CENTRAL FUND OF CANADA LIMITED	PRESS RELEASE
CENTRAL TRUST COMPANY	PRESS RELEASE
CHARRIOT RESOURCES LTD.	ANNUAL REPORT
CHARRIOT RESOURCES LTD.	PRESS RELEASE
CHESBAR RESOURCES INC.	IFS 3 MN MR 31 84
CHESBAR RESOURCES INC.	CERTIF. OF MAILING
CHRYSLER CORPORATION	THRIFT-STOCK OWNERSH
CO-OPERATIVE TRUST CO OF CANADA INCOME	PROSPECTUS
CO-OPERATIVE TRUST COMPANY OF CANADA	PROSPECTUS
COASTAL INTERNATIONAL LTD.	FORM 20-F
COASTAL SAVINGS BANK	APPLICATION
COIN LAKE GOLD MINES LTD.	IFS 3 MN MR 31 84
COLECO INDUSTRIES, INC.	10Q 3 MN MR 31 84
COLOR YOUR WORLD, INC.	ANNUAL REPORT
COLOR YOUR WORLD, INC.	SHRHLDRS. MTNG. MAT.
COMINCO LTD.	IFS 3 MN MR 31 84
COMMERCIAL OIL AND GAS LTD.	PRESS RELEASE
COMPUTER INNOVATIONS DISTRIBUTION INC.	PRESS RELEASE
COMSTATE RESOURCES LTD.	T.S.E. MATERIAL
CONSOLIDATED GASCOM OILS LTD.	RIGHTS OFFERING
CONSOLTEX CANADA INC.	IFS 3 MN MR 31 84
CONSUMERS GLASS COMPANY LIMITED	IFS 3 MN MR 31 84
CONTINENTAL BANK OF CANADA	ANNUAL INFO. FORM
CONTINENTAL MORTGAGE FUND	PROSPECTUS
CONTINENTAL MORTGAGE FUND	APPENDICES TO PRO.
CONVENTURES LIMITED	TAKEOVER/FORM 35
CONVENTURES LIMITED	RULING/ORDER/REASONS
CONWEST EXPLORATION COMPANY LIMITED	ANNUAL REPORT
CONWEST EXPLORATION COMPANY LIMITED	SHRHLDRS. MTNG. MAT.

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ISSUER	TITLE
CORPORATE INVESTORS LIMITED	PROSPECTUS
CORPORATE INVESTORS STOCK FUND LIMITED	PROSPECTUS
COSEKA RESOURCES LIMITED	ANNUAL REPORT
COSTAIN LIMITED	FIRST QUARTER RESULT
CROSSCUT EXPLORATIONS INC.	PRESS RELEASE
CTG, INC.	FORM 27-MAT. CHANGE
CULLATON LAKE GOLD MINES LTD.	PRESS RELEASE
CULLATON LAKE GOLD MINES LTD.	SHRHLDRS. MTNG. MAT.
CULLATON LAKE GOLD MINES LTD.	MERGER-AMALGAMATION
CUNDILL VALUE FUND LTD.	IFS 3 MN MR 31 84
CUNDILL VALUE FUND LTD.	PROSPECTUS
CURTAINS	AUD. ANN. FIN. STMT.
D.A. STUART OIL CO., LIMITED	IFS 9 MN FE 29 84
DAON DEVELOPMENT CORPORATION	PRIVATE PLACEMENTS
DAON DEVELOPMENT CORPORATION	PRIVATE PLACEMENTS
DAON DEVELOPMENT CORPORATION	RULING/ORDER/REASONS
DEACON-HODGSON INVESTMENT ACCOUNT	AUD. ANN. FIN. STMT.
DEACON-HODGSON INVESTMENT ACCOUNT	IFS 3 MN MR 31 84
DEACON-HODGSON RETIREMENT SAVINGS PLAN	AUD. ANN. FIN. STMT.
DELTA BENCO LIMITED	AUD. ANN. FIN. STMT.
DELTA BENCO LIMITED	SHRHLDRS. MTNG. MAT.
DESJARDINS INTERNATIONAL FUND	ANNUAL REPORT
DOLLY VARDEN MINERALS INC.	CERTIF. OF MAILING
DOME MINES LIMITED	ANNUAL REPORT
DOME MINES LIMITED	SHRHLDRS. MTNG. MAT.
DOMINION STORES LIMITED	PRESS RELEASE
DOMINION-SCOTTISH INVESTMENTS LTD.	IFS 6 MN MR 31 84
DOMTAR INC.	ANNUAL INFO. FORM
DONOHUE INC.	IFS 3 MN MR 31 84
DORSET RESOURCES LTD.	CHANGE OF ADDRESS
DORSET RESOURCES LTD.	PRESS RELEASE
DOW CHEMICAL COMPANY	10Q 3 MN MR 31 84
DRUG TRADING COMPANY LIMITED	ANNUAL REPORT
DRUG TRADING COMPANY LIMITED	CERTIF. OF MAILING
DURHAM RESOURCES INC.	CHANGE DIRECTORS
EAGLET MINES LIMITED	ANNUAL REPORT
EAGLET MINES LIMITED	IFS 3 MN AP 30 84
EAGLET MINES LIMITED	SHRHLDRS. MTNG. MAT.
EATON/BAY VIKING FUND LIMITED	PROSPECTUS
EATON/BAY VIKING FUND LIMITED	APPENDICES TO PRO.
ECHO BAY MINES LTD.	IFS 3 MN MR 31 84
ECHO BAY MINES LTD.	SHRHLDRS. MTNG. MAT.
ELECTROHOME LIMITED	CERTIF. OF MAILING
EMCO LIMITED	CERTIF. OF MAILING
ENS BIO LOGICALS INC.	10Q 3 MN MR 31 84
EQUITY SILVER MINES LIMITED	IFS 3 MN MR 31 84
EQUITY SILVER MINES LIMITED	REPORT OF PROCEEDING
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ERICKSON GOLD MINES LTD.	SHRHLDRS. MTNG. MAT.
ETHYL CORPORATION	IFS 3 MN MR 31 84
ETHYL CORPORATION	PRESS RELEASE
FALCONBRIDGE LIMITED	PRELIM. PROSPECTUS
FARADAY RESOURCES INC.	ANNUAL REPORT
FARADAY RESOURCES INC.	ANNUAL REPORT
FARADAY RESOURCES INC.	SHRHLDRS. MTNG. MAT.
FARADAY RESOURCES INC.	SHRHLDRS. MTNG. MAT.
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FEDERAL INDUSTRIES LTD.	PRESS RELEASE
FEDERAL PIONEER LIMITED	IFS 3 MN MR 31 84
FIBERGLAS CANADA INC.	IFS 3 MN MR 31 84
FIDELITY TRUST COMPANY, THE	PRESS RELEASE
FIDELITY TRUST COMPANY, THE	PRESS RELEASE
FINANCIAL TRUSTCO CAPITAL LTD.	PRESS RELEASE
FINISHING TOUCH	AUD. ANN. FIN. STMT.
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FIRST CALGARY PETROLEUMS LTD.	ANNUAL REPORT
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FIRST CANADIAN MORTGAGE FUND	PROSPECTUS
FIRST CANADIAN MORTGAGE FUND	APPENDICES TO PRO.
FIRST CITY FINANCIAL CORPORATION LTD.	ANNUAL REPORT
FIRST CITY FINANCIAL CORPORATION LTD.	IFS 3 MN MR 31 84
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FLANAGAN MCADAM RESOURCES INC.	T.S.E. MATERIAL
FORD MOTOR COMPANY OF CANADA LTD.	IFS 3 MN MR 31 84
FORD MOTOR COMPANY OF CANADA LTD.	CERTIF. OF MAILING
FORWARD RESOURCES LTD.	OFFERING MEMORANDUM
FRASER INC.	IFS 3 MN MR 31 84
G & B AUTOMATED EQUIPMENT LIMITED	PRIVATE PLACEMENTS
GARRISON CREEK CONSOLIDATED MINES	IFS 3 MN MR 31 84
GAZ METROPOLITAIN, INC.	IFS 3 MN MR 31 84
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GEDDES RESOURCES LIMITED	ANNUAL REPORT
GEMINI FOOD CORPORATION	AUD. ANN. FIN. STMT.
GENERAL SOLAR INC.	PRIVATE PLACEMENTS
GENSTAR CORPORATION	PRESS RELEASE
GENSTAR CORPORATION	PRESS RELEASE
GENSTAR CORPORATION	SHRHLDRS. MTNG. MAT.
GEOCRUDE ENERGY INC.	PRESS RELEASE
GIANT YELLOWKNIFE MINES LIMITED	10Q 3 MN MR 31 84
GIBRALTAR MINES LIMITED	IFS 3 MN MR 31 84
GLAMIS GOLD LTD.	PRESS RELEASE
GLAMIS GOLD LTD.	PRESS RELEASE
GLOBAL MARINE INC.	10Q 3 MN MR 31 84
GLOBAL SHELTER LTD.	NAME CHANGE

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GOLDEN TERRACE RESOURCE CORPORATION	PRESS RELEASE
GOLDEX MINES LIMITED	IFS 6 MN MR 31 84
GOLDFUND LTD.	PURCHASES AND SALES
GOLDLUND MINES LIMITED	PRIVATE PLACEMENTS
GOLDTRUST	PURCHASES AND SALES
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GOLDTRUST	APPENDICES TO PRO.
GOODYEAR CANADA INC.	PRESS RELEASE
GORDEN CAPITAL CORPORATION	APPLICATION
GOTAAS-LARSEN SHIPPING CORPORATION	FORM 8-A
GOTHIC MINES & OILS LIMITED	APPLICATION
GRAND SAGUENAY MINES & MINERALS LIMITED	AUD. ANN. FIN. STMT.
GRANDMA LEE'S INC.	IFS 9 MN MR 31 84
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GREEN DIAMOND OIL CORPORATION	AUD. ANN. FIN. STMT.
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HUMBERSIDE APARTMENTS SOUTH	AUD. ANN. FIN. STMT.
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HUTTON COMMODITY RESERVE FUND LTD.	10Q 3 MN MR 31 84
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INGLIS LIMITED	IFS 3 MN MR 31 84
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INVERNESS PETROLEUM LTD.	PRESS RELEASE
INVESTORS GROUP, THE	TAKEOVER/FORM 35
INVESTORS INTERNATIONAL MUTUAL FUND LTD.	IFS 3 MN MR 31 84
IPSCO INC.	PRESS RELEASE

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IVACO INC.	PRESS RELEASE
JAMIE FRONTIER RESOURCES INC.	T.S.E. MATERIAL
JANNOCK LIMITED	IFS 3 MN MR 31 84
JAYHAWK ENERGY RESOURCES INC.	CERTIF. OF MAILING
JOHNSON & JOHNSON	THREE MONTHS' REPORT
JOREX LIMITED	T.S.E. MATERIAL
JOUTEL RESOURCES LTD.	CHANGE DIRECTORS
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KERR ADDISON MINES LIMITED	PRESS RELEASE
KEY LAKE EXPLORATIONS LIMITED	PRESS RELEASE
KEYSTONE BLUE CHIP FUND SERIES S-1	IFS 6 MN FE 29 84
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LA LUZ MINES LIMITED	SHRHLDRS. MTNG. MAT.
LABMIN RESOURCES LIMITED	T.S.E. MATERIAL
LABMIN RESOURCES LIMITED	PRESS RELEASE
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LEHNDORFF CORPORATION	AUD. ANN. FIN. STMT.
LENORA EXPLORATIONS LTD.	ANNUAL REPORT
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LOCHIEL EXPLORATION LTD.	PRESS RELEASE
LUMONICS INC.	IFS 3 MN MR 31 84
LUXMAR RESOURCES LIMITED	IFS 6 MN MR 31 84
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MACLEAN HUNTER LIMITED	T.S.E. MATERIAL
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MARITIME ELECTRIC COMPANY LIMITED	T.S.E. MATERIAL
MASSEY-FERGUSON LIMITED	PRESS RELEASE
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MERGED MINING ENTERPRISES LIMITED	AUD. ANN. FIN. STMT.
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MIDCON OIL & GAS LIMITED	T.S.E. MATERIAL
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NUINSCO RESOURCES LIMITED	PRESS RELEASE
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CHAPTER 11  
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THERE IS NO MATERIAL FOR THIS CHAPTER

IN THIS ISSUE





CHAPTER 12  
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